MARVEL MASTERWORKS®

THE AMAZING SPIDER-MAN®

VOLUME 17

THE AMAZING SPIDER-MAN Nos. 169-180
ANNUAL No. 11 & NOVA No. 12
LEN WEIN & ROSS ANDRU

MARVEL

MARVEL MASTERWORKS

PRESENTS

the AMAZING SPIDER-MAN

VOLUME 17

COLLECTING

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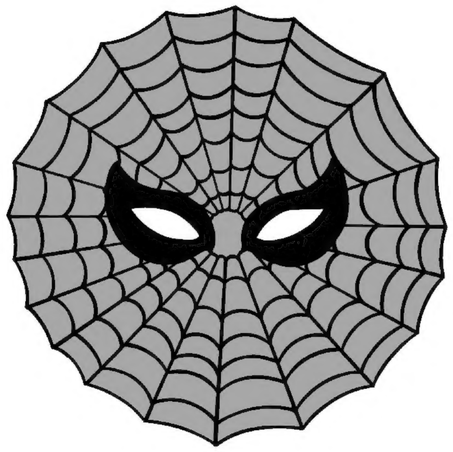
LEN WEIN • ROSS ANDRU



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NOS. 169-180, ANNUAL NO. 11 & NOVA NO. 12

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SPIDER-MAN CREATED BY STAN LEE & STEVE DITKO

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INTRODUCTION
BY LEN WEIN

Y'know, looking back through the literally dozens of talented writers who have handled the adventures of our Friendly Neighborhood Wallcrawler over the past four decades, it's kind of hard to imagine that, when I was offered the opportunity to become the regular writer of *The Amazing Spider-Man* way back in 1975, I was only (for all intents and purposes at the time) the third person to write what was, and remains, the flagship book of the Marvel Universe.

Now, granted, I'd already spent the bulk of the previous year writing a book called *Marvel Team-Up*, which usually co-starred Spidey with one or more of Marvel's lesser lights (and, let's face it, then as now, who wasn't?), so I had some sort of practice in writing the character. But, still, *The Amazing Spider-Man*?

For the first hundred-plus issues, the book was written by Stan "The Man" Lee himself. The next 30/40 issues were handled by my then-roommate Gerry Conway, co-creator of the Punisher, not to mention DC's *Firestorm, the Nuclear Man*, and much of the supporting cast of the CW TV's current hits, *The Flash* and *Arrow*. Not exactly a slouch in the writing department himself.

Gerry decided to leave the premier Spidey title for reasons I honestly can no longer remember, and thus, when I next visited the Marvel offices to deliver whatever script I was working on at the time, then-Editor-in-Chief Roy Thomas took me into his office to talk to me.

After a few minutes of casual chitchat, Roy's face became quite somber.

"I need to talk to you about something serious," he said.

Well, this is it, I thought. *They've finally figured out I'm a huge fraud who can't really write my way out of a soggy paper bag, and now Roy's going to fire me.*

"Wh-what's up?" I stammered, desperately trying (and failing) to maintain my cool.

"Well, I don't know if Gerry's already told you this, since I know you guys are apartment-mates," Roy said, "but he's planning to give up writing the Spider-Man book with issue #149."

"No," I replied, finally catching my breath. "I hadn't heard."

"So, anyway," said Roy, continuing as if he hadn't even noticed my momentary nervousness, "I've got Archie Goodwin writing a fill-in for issue #150, but I was wondering if you'd be interested in taking over the book as regular writer with issue #151?"

And there went my breath again.

I stood there, silent, unmoving, for what seemed like the proverbial eternity, considering what had just been offered me.

Finally, Roy broke the silence. "Well," he said, "You interested?"

"You sure about this?" I asked.

"What do you mean?" replied Roy, clearly confused by my reticence.

"Well, I mean, we are talking Spider-Man here," I said. "You know, the number one Marvel title, the company's flagship book? Are you sure I'm ready for this?"

"As ready as anyone else," said Roy. "Besides, you have been writing *Marvel Team-Up* for the last year and a half, so it's not like you don't have a handle on how to approach the character. So, yes or no? Are you in?"

This time I didn't hesitate.

"I'm in with both feet," I answered, offering Roy my hand. "I just hope you don't come to regret it."

"If I do, I'll just fire you," said Roy, smiling impishly. "That's one of the perks of being Editor-in-Chief."

* * *

Having accepted the assignment, daunting though it might be, the next step was to sit down and figure out what the heck to do with it.

Well, one of the best things about the book was its incredible supporting cast. From blossoming love interest Mary Jane Watson to bombastic perpetual adversary J. Jonah Jameson to roommate and sometimes sidekick Harry Osborn to perpetually-at-death's-door Aunt May and beyond, there was an amazing amount of potential to be mined here and I set about digging in.

I decided the first thing I needed to do was to absolutely wrap up the bizarre clone storyline with which Gerry had ended his run on the book. To make certain Peter's clone could never come back again, I had Spidey dump the dead body down the chimney of a local incinerating plant to be reduced to ash, despite the fact his Spider-Sense went off during the process, making him suspect someone was watching him.

And that, I figured, was the end of that. Little did I suspect that, decades later, the clone would return with a storyline that ultimately reduced all the various Spider-Man titles to complete and utter chaos. (Though that, fortunately, is a tale for some other time).

Anyway, the first thing I did in terms of story advancement was to return Harry Obsorn to the book. Harry had been Peter's best friend until the death of his father, Norman Osborn (also long since resurrected; hey, anyone starting to notice a pattern here?). His dad's death had utterly unhinged Harry and he assumed his father's alter ego, becoming the second Green Goblin, one of Spidey's greatest foes. Harry's defeat at the wallcrawler's hands had left Harry pretty much comatose, and he's been committed to a local mental institution.

Harry returned a little the worse for wear: a little shy, a little hesitant, a whole lot not quite there. Over the course of my run on the book, I slowly brought him back to himself, introducing him to his eventual love interest, Liz Allen, and, most importantly, leading to the return of the new Green Goblin, in a storyline that covered the last six issues of my tenure on Spidey, one of the longest Goblin stories ever.

When it came to dealing with Mary Jane Watson, I was already ahead of the game. As one of the most fully formed characters in comics (a phrase that applies in so many ways), all I had to do, essentially, was maintain the proverbial status quo, putting her and Peter's relationship through the usual ups and downs, to see where it might eventually lead me.

Gerry had actually done most of the evolution of Peter's high school tormentor, Flash Thompson. Having returned from his stint in the Vietnam War, Flash had taken strides toward becoming more mature. He'd decided to take his college career seriously, and I loved the idea of playing with the new Flash and his new relationship with Peter.

As for Peter's Aunt May, I decided to change very little. She remained staunch and stalwart in her love and devotion to Peter and, of course, the fact that she always seemed to be about a quarter of an inch this side of death added to her value to the book.

Then, of course, came my second favorite character in the Spider-Man mythos, good ol' J. Jonah Jameson himself, editor-in-chief and publisher of New York's fictional newspaper *The Daily Bugle*, as well as Peter's perpetually pestering employer. At his best, Jonah was funny, frightening, frustrating, and an absolute joy to write. I moved him front and center in the book, using him as much and as often as I could. I even decided to evolve Jonah's personal life, introducing him to Dr. Marla Madison (named, in part, for an old friend of mine). As Marla and Jonah came to know each other better after the latest Spider-Slayer disaster, they, to everyone's surprise, including mine, got engaged and eventually married.

But of all the characters I played with during my run on Spidey, there is one in particular that bears special mention, and that's New York City herself. One of the most vibrant cities in the world, this 24-hour town boasts an extraordinary number of great locations that made perfect arenas for many of Spider-Man's battles. And I didn't hesitate to use them. The great neon billboards that illuminate Times Square, the Rockefeller Center Ice Skating Rink with its huge statue of Prometheus, the 59th Street Overhead Tramway, St. Patrick's Cathedral, and, my personal favorite, the Radio City Music Hall, an entertainment facility so huge that you could actually stage an aerial battle *inside* its vast auditorium. Which, of course, I did, pitting Spidey against the new Goblin there in a battle to the death.

Then, of course, there were the villains. Spider-Man, then as now, boasts one of the most spectacular rogues' galleries in the history of comics; the Shocker, the Sandman, the Terrible Tinkerer (who I brought back after his one and only appearance in the back-up story in *ASM* #2, simply for the purpose of proving he was *not* an alien as it had previously seemed. I long felt, and still feel, that aliens have no place in the life of a ground-level character such as Spidey. As for Venom, go figure) the Punisher, the Kingpin (long since appropriated to become Daredevil's archenemy), the Lizard (accompanied by my own creation, Stegron the Dinosaur Man, who'd first appeared in the pages of *Marvel Team-Up*), Doctor Faustus, the Molten Man, I used them all, even as I added a few of my own baddies to the bunch. Some of them, of course, turned out better than others. You can draw your own conclusions about the long-lasting value of such twisted characters as the Mirage, the Rocket Racer, the Will-O'-The-Wisp (originally created by me back in my old fanzine days), the aforementioned Stegron the Dinosaur Man and the murderous computer known as W.H.O. Some definitely worked better than others, but all were fun to write.

The biggest problem I had to overcome was the fate of the webslinger's other archenemy, Otto Octavius, more affectionately known as Doctor Octopus. The last time we'd seen Doc Ock was in a story by Gerry, which culminated with the not-so-good Doctor being consumed by a nuclear explosion triggered by another Spidey foe named Hammerhead, on an island off the New York coast. Yeah, you heard me right, an island off the New York City coast. You got a problem with that, talk to Gerry. He wrote it; I didn't.

Anyway, most people standing at Ground Zero of a nuclear bomb blast would pretty much be a whole lot less than toast, but Ock was just too good a villain to stay dead. All I had to do was find a way to resurrect him. Now, since I'm the guy who coined the famous saying, "In comics, nobody is ever really dead unless you can see the body…and, usually, not even then," it fell to me to figure out an acceptable solution. It took me several days, but I finally came up with one. How well it worked, I leave up to those of you who read the previous *Masterworks* volume to decide.

Okay, having gone through my reminiscences as best I can remember them these 40 years since, it suddenly dawns on me that I've forgotten to discuss the most important part of my run on *Amazing Spider-Man*, and the reason, I believe, for most of its success; the book's inimitable illustrator, the all-too-often-underrated Ross Andru.

Ross was an utterly brilliant penciler, who believed himself to be an adequate artist at best. He could not have possibly been more wrong. He had an attention to detail that has rarely been matched by the talented artists who've come after him. He was a quiet, soft-spoken man, who was taken from us far too soon. I miss him to this day.

One of my favorite anecdotes about Ross's unflinching attention to detail takes me back to my very first story in *Amazing Spider-Man*. It was the two-part Shocker story that culminated in a battle at the 59th Street Power Plant that was located on a small island in the middle of the East River.

In order to make certain he got every detail of the power plant correct, he had his darling wife drive him to the middle of the 59th Street Bridge, which overlooked the power plant. Standing there, armed only with sketch pad and camera, Ross stood there working, in the middle of the night, until he'd gotten it all down just the way he wanted it. His wife, meanwhile, just kept circling the bridge in the family car. Every time she passed Ross, she'd slow down to pick him up. "Not quite ready, hon," Ross would say. "You'd better go around again."

I absolutely love that story, since it speaks to Ross's love and extraordinary commitment to his work. He was such a master of his craft that, when DC Comics and Marvel decided to collaborate on the first Superman/Spider-Man crossover in the '70s, it went without saying that Ross would be chosen to illustrate it. The bulk of Ross's career consisted of lengthy runs on such diverse titles as *Wonder Woman, The Metal Men*, and *The Amazing Spider*-Man. That is one hell of a legacy to leave behind.

There are probably a million stories I've forgotten about my run on the book as I sit here staring at my keyboard and my looming deadline. Maybe I'll get a chance to tell you some of them next time we meet. Suffice it to say that writing and editing *The Amazing Spider-Man* was one of the greatest challenges and greatest joys of a now-almost 50-year career. Much of my early work is, these days, contained in various hardcover and paperback collections and, thus, to my astonishment, still easily available to be read. Every so often, I sit down and reread these old stories. Most of the time, I flinch at the stilted dialogue, knowing how much I've grown as a writer since then. I reread through my run of Spidey stories in preparation for writing this intro and was astonished by how much I still liked the work and how little I would change.

So sit back, make yourself comfortable, sip your favorite beverage of choice, and read through these stories, knowing a little bit about where they came from and why, and then let me know what you think of them.

Some things, it seems, really do stand the test of time.

Len Wein
Northridge, CA
May 15, 2015

SPIDER-MAN

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the AMAZING SPIDER-MAN®

PETER PARKER, I KNOW YOU'RE *SPIDER-MAN*--

--AND I HAVE THE PHOTOS TO *PROVE* IT!

HOW DO THESE PICTURES REVEAL SPIDEY'S SECRET IDENTITY? YOU'LL NEVER *KNOW*, UNLESS YOU READ...

CONFRONTATION!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

LEN WEIN — WRITER/EDITOR | ROSS ANDRU — ILLUSTRATOR | MIKE ESPOSITO — EMBELLISHER | GLYNIS WEIN — COLORIST | IRV WATANABE — LETTERER

IF YOU HAD TO CHOOSE ONE WORD TO DESCRIBE THIS EVENING SO FAR, THAT WORD WOULD HAVE TO BE "DULL"--EXCEEDINGLY DULL !!

FOR SEVERAL HOURS NOW, EVERYBODY'S FAVORITE WALL-CRAWLER HAS SCOURED MANHATTAN IN SEARCH OF A LITTLE ACTION TO LIVEN THINGS UP--BUT ALL HE HAS TO SHOW FOR HIS TROUBLE THUS FAR IS...

A HOLE IN MY BOOT--?!?

OKAY, THAT JUST ABOUT SINKS IT! I'M JUST GOING TO HEAD ON HOME, AND CRAWL INTO... HUH?

THOSE TWO COPS--BEING TOSSED OUT OF THEIR OWN PADDY WAGON!

WEBHEAD, YOU WERE WRONG! IT LOOKS LIKE YOUR NIGHT IS ONLY JUST BEGINNING!

POLICE

CONFRONTATION

HEY--COME BACK WITH OUR WAGON!!

POLICE

THAT'S RIGHT, ACE--YELL AT THEM! THAT SHOULD EMBARRASS THEM INTO BRINGING YOUR BUGGY BACK!

HOLY JOE--IT'S SPIDER-MAN!

YOU BET IT IS, BUDDY--

RRAKK!

--AND SINCE YOU TWO ARE SPRAWLED ON YOUR BROADENING BUTTS AT THE MOMENT...

POLICE

...IT LOOKS LIKE IT'S YOURS TRULY TO SAVE SAME!

YOU JAIL-BIRDS MIND HITTING YOUR BRAKES, PLEASE?

OUT OF OUR WAY, WEB-SLINGER-- OR WE'LL BURY YOU!!

POW!

WE DIDN'T CUT THRU THE RE-STRAINING GRILL ON THIS JALOPY--

--JUST TO BE PUT DOWN BY A SUCKER LIKE YOU!!

BLAM!

TRUTH TO TELL, I WAS SORT OF HOPING WE COULD SOLVE THIS THING THE EASY WAY...

...BUT IF YOU GUYS ARE GONNA KEEP SHOOTING AT ME LIKE THAT...

...OR TRY TO RUN ME DOWN LIKE SOME COMMON PEDESTRIAN...

...YOU'RE JUST GOING TO *DEVASTATE* MY DELICATE *FEELINGS!*

KNOW WHAT I *MEAN??*

KRAMM!

YA BLASTED *INSECT!* I'M GONNA *RIDDLE* YA WITH ...*HUH?*

THWIP!

THWIP!

HIS *WEBBING*--IT'S BLOCKED UP OUR *GUN-BARRELS!*

OBSERVANT TONIGHT, AREN'T WE?

BUT SINCE WE CAN'T SEE *EYE-TO-EYE* ON THIS MATTER--

--WHAT SAY WE TRY SEEING *HEAD-TO-HEAD?*

KLONK!

ABOUT TIME *YOU TWO* GOT HERE! AFRAID YOU'VE *MISSED* MOST OF THE *PARTY.*

WE'RE ALL OUT OF *ONION DIP!*

HERE--I THINK THESE THINGS BELONG TO *YOU!*

TRY NOT TO *LOSE* 'EM AGAIN, OKAY?

YOUR *JAILBIRDS* HAVE ALL HAD HAD THEIR *WINGS* CLIPPED. TRY NOT TO LOSE *THEM* AGAIN EITHER!

HEY, SARGE--WE CAN'T JUST LET HIM *GET AWAY!* THERE'S A *WARRANT* OUT ON SPIDER-MAN, ISN'T THERE?

SURE THERE IS, BARNEY--BUT YOU TELL ME HOW WE'RE GONNA BRING HIM DOWN WITH *THESE!*

ELSEWHERE, IN THE EMPIRE STATE UNIVERSITY **LABORATORY** OCCUPIED BY THE LOVELY **DR. MARLA MADISON**...

WHILE YOU'RE BUSY **PACING**, JONAH--WOULD YOU MIND GETTING ME THAT **GRAPPLE-CLAW?**

I'M READY TO **WELD** IT BACK TO THE SPIDER-SLAYER'S **CHASSIS.**

I FAIL TO SEE THE **HUMOR** IN THIS, MARLA.

IT'S GOING TO COST ME A SMALL **FORTUNE** TO REPAIR THE **HAVOC** THIS MECHANICAL MONSTROSITY WREAKED ON THAT **SKATING RINK***--

--NOT TO **MENTION** WHAT THIS FIASCO HAS COST ME IN TERMS OF **PUBLIC RELATIONS!**

YES...THAT **IS** RATHER **UNFORTUNATE.**

*IN **ROCKEFELLER PLAZA** LASH ISH. --LEN.

UNFORTUNATE? DID YOU SEE YESTERDAY'S DAILY GLOBE **HEADLINES?**

"BUGLE PUBLISHER J. JONAH JAMESON TURNS VIGILANTE!"

HOW COULD THEY LET THAT HALFWIT K.J. CLAYTON **PUBLISH** SUCH OBVIOUS **YELLOW JOURNALISM?**

I SUPPOSE HE PRESENTED THE FACTS AS HE **SAW** THEM, JONAH.

AFTER ALL, YOU **DID** USE THE SPIDER-SLAYER AGAINST THE WEB-SLINGER **WITHOUT** POLICE PERMISSION!

IF I'D **CAPTURED** HIM, I WOULD HAVE BEEN A **HERO** ...INSTEAD OF A **GOAT!**

PERHAPS YOU CAN **STILL** CAPTURE HIM, JONAH. THE SPIDER-SLAYER SHOULD BE COMPLETELY **REPAIRED** IN A FEW DAYS, AND THEN...

NO, WE'VE ALREADY **TRIED** THAT METHOD--AND WE **BLEW IT!** THERE HAS TO BE SOME **ALTERNATIVE...**

...AND I KNOW PRECISELY WHAT IT **IS!**

I'VE BEEN KEEPING SOMETHING **LOCKED** IN MY OFFICE DESK--AN EXTRA LITTLE **ACE-IN-THE-HOLE**--AND MAYBE **NOW** IS THE TIME TO **USE** IT!

WILL I SEE YOU **LATER,** MARLA?

IF YOU **WISH.**

AND, JONAH...**WHATEVER** YOU'RE PLANNING TO DO...**GOOD LUCK.**

WHILE, IN A PLUSH **OFFICE** ON MANHATTAN'S UPPER EAST SIDE...

NOW **THAT** FELT LIKE A **FRUITFUL** THERAPY SESSION, DOC.

ER... **WAS** IT?

TAKE MY **WORD** FOR IT HARRY...

...THEY'RE **ALL** FRUITFUL SESSIONS! YOU'VE COME QUITE A **LONG WAY** SINCE WE FIRST **BEGAN** YOUR THERAPY!

I'LL SAY WE HAVE, DOC.

I FEEL LIKE A **NEW MAN** THESE DAYS!

AND YOU **SOUND** LIKE ONE **TOO**, MR. OSBORN.

SOON WE'LL BE ABLE TO **CUT** THESE SESSIONS TO A...

HI! AM I TOO **EARLY**, DR. HAMILTON?

NO...NOT AT **ALL.**

LIZ MY LOVE, YOU'RE RIGHT ON **TIME!**

THE LAST OF THE PUNCTUAL **FIANCEES**, THAT'S **ME.**

WELL, I DON'T WANT TO **KEEP** YOU AND YOUR CHARMING MISS ALLEN FROM ANYTHING **IMPORTANT**, HARRY.

YOU AND ME **BOTH**, DOC.

IF YOU CALL A LATE DINNER **IMPORTANT**, THAT IS.

SEE YOU AT OUR NEXT **SESSION** THEN, HARRY?

YOU **BET!** WOULDN'T **MISS** IT FOR THE **WORLD.**

IT'S BEEN NICE **MEETING** YOU AGAIN, DR. HAMILTON.

PLEASE... CALL ME **BART.**

GOOD NIGHT THEN... **BART.**

NOW THERE GOES ONE LOVELY **COUPLE.** IT SEEMS A WOMAN LIKE LIZ WAS JUST WHAT THE DOCTOR **ORDERED** FOR HARRY OSBORN.

MRS. HASTINGS, YOU CAN SEND IN THE NEXT **PATIENT** NOW.

CLIK!

AND, AT THE CHELSEA APARTMENT OF ONE **PETER PARKER**...

THERE HAS TO BE A **BETTER** WAY TO GET **INTO** THIS PLACE THAN THRU THIS **SKY-LIGHT** IN THE BATHROOM...

...BUT THEN, I CAN'T VERY WELL AFFORD TO LET ANYBODY SEE A CERTAIN SO-CALLED **MENACE** SNEAKING INTO THE PAD OF EVERYONE'S FAVORITE **PHOTOGRAPHER** NOW, COULD...

BRRINGG!

HMMM--WONDER WHO **THAT** COULD BE?

J. JONAH JAMESON?

WHAT BRINGS NEW YORK'S MOST OUTSTANDING PUBLISHER **HERE?**

I WOULDN'T **BE** OUT-STANDING, PARKER, IF YOU'D LET ME **IN!**

OH... UH... **SURE.** JUST HANG ON A SEC.

SORRY I DON'T HAVE ANYWHERE TO **HANG** YOUR HAT AND COAT BUT...

FRANKLY, I DIDN'T **EXPECT** YOU TO, PARKER!

AS A MATTER OF **FACT,** THIS PLACE IS ALMOST EXACTLY AS I **IMAGINED** IT...

...DECORATED IN **EARLY DISGUST-ING!**

DID YOU COME ALL THIS WAY FOR A **REASON,** JONAH--OR ARE YOU JUST **SLUMMING?**

OH, I HAVE MY **REASONS** ALL RIGHT, PARKER... VERY **GOOD** REASONS...

WELL, ARE YOU GONNA LET ME **IN** ON THEM, MR. JAMESON--OR DO I HAVE TO PLAY **TWENTY QUESTIONS?**

THE REASON I'M HERE IS **SIMPLE,** PARKER...

I'VE COME HERE TO **REVEAL** YOU FOR THE **IMPOSTER** YOU ARE!!

HUH?

HEY--MY **HAIR!!**

J-JONAH, HAVE YOU C-COMPLETELY FLIPPED YOUR *FLATTOP?*

WH-WHAT ARE YOU T-TRYING TO *DO* TO ME??

JUST TRYING TO FIND THE *LINE* WHERE THE *MASK* JOINS YOUR *NECK*, SO I CAN *PROVE* THAT YOU'RE...

HEY, Y-YOU'RE... NOT...*WEARING* ...A...MASK.

OF *COURSE* I'M NOT! WHAT EVER GAVE YOU THE IDEA THAT I *WAS?*

AND KINDLY TAKE YOUR CLAMMY HANDS *OFF* OF ME!

DON'T GET *ROUGH* WITH *ME*, MISTER!

ROUGH? JAMESON, IF YOU WEREN'T ALREADY HALFWAY *OVER THE HILL*, I'D...

YOU'LL DO *NOTHING*, PUNK--NOT SO LONG AS I HAVE *THIS!*

I'D BEEN HOLDING THIS ENVELOPE TO USE ITS CONTENTS AS *EVIDENCE* AGAINST YOU ONCE I *CAPTURED* YOU--

--BUT AFTER THE WAY YOU *HUMILIATED* ME WHEN I TRIED, I'M NOT *SITTING* ON THIS ANY *LONGER!*

YOU'D BETTER TAKE A *GOOD LOOK* INSIDE THIS ENVELOPE... *SPIDER-MAN!*

WELL, I'VE BEEN *EXPECTING* THIS!* GOT TO PLAY MY PART EXACTLY AS I *PLANNED* IT!

S-S-SPIDER-MAN? I HAVE NO IDEA WHAT IN BLAZES YOU'RE *TALKING* ABOUT, JONAH!

DON'T YOU, PUNK? YOU JUST *STUDY* THOSE PHOTOS --AND THEN TRY TELLING ME THAT *AGAIN!*

*SINCE *LAST ISH*, RIGHT? --LEN.

"PHOTOGRAPHS DON'T LIE, MISTER--AND THESE PHOTOS SHOW SPIDER-MAN DESTROYING THE VERY DEAD BODY OF A CERTAIN PETER PARKER*...

"... WHO WAS KNOWN TO HAVE HAD DEALINGS WITH THE WEB-SLINGER IN THE PAST!"

*ACTUALLY, IT WAS ONLY THE JACKAL'S CLONE OF PETE, AS ANYONE WHO READ ISSUE #151 ALREADY KNOWS. --LEN.

NOW I DON'T KNOW WHY YOU DECIDED TO IMPERSONATE PARKER --AND FRANKLY, I DON'T WANT TO! I JUST...

MR. JAMESON, THERE HAS TO BE SOME EXPLANATION FOR THIS!

OH?

NOW THAT I'D LIKE TO HEAR!

WELL, I'M LISTENING, MISTER! START TALKING!

HAVE TO BE HESITANT ...CAN'T MAKE THIS SEEM TOO EASY...

I'M THINKING, JONAH! IT'S JUST THAT THOSE PICTURES LOOK...

BINGO!

I THOUGHT THERE WAS SOMETHING FAMILIAR ABOUT THOSE SNAPSHOTS--!

NOW WHERE THE HECK DID I STASH THOSE OLD PRINTS OF MINE?

I'M GETTING IMPATIENT, MISTER!

JUST HOLD YOUR HORSES A SECOND!

THERE! DO YOU SEE? I KNEW I HAD THESE PICTURES AROUND HERE SOMEWHERE!

MATCH YOUR PHOTO IN THE CENTER AGAINST MY TWO PHOTOS FLANKING IT ON EITHER SIDE!

DO YOU NOTICE ANY UNUSUAL SIMILARITIES, JONAH?

AND TAKE A LOOK AT ***THESE*** SHOTS--IT'S THE SAME ***SITUATION!***

THESE PHOTOS ARE NOTHING MORE THAN CAREFULLY-CRAFTED ***DOUBLE EXPOSURES!***

SORRY, JONAH--BUT IT LOOKS LIKE SOMEBODY SOLD YOU AN ENVELOPE FULL OF ***FORGERIES!***

NICE ***TRY,*** BUSTER...

...BUT SINCE YOU'RE THE ***ONLY*** ONE WITH ***ACCESS*** TO YOUR ***ORIGINAL*** PHOTOS...

...WHO BESIDES ***YOU*** COULD HAVE PRODUCED THOSE ***FORGERIES?***?

CRIPES! I HADN'T ***CONSIDERED*** THAT!

WELL--ER--WHAT ABOUT ***HARRY OSBORN?*** WE WERE STILL ***ROOM-MATES*** WHILE HE WAS THE ***GREEN GOBLIN!***

MAYBE, IN HIS ***DELIRIUM,*** HE TRIED TO ***INCRIMINATE*** ME IN HIS...

ENOUGH, PARKER! YOU'VE ***CONVINCED*** ME!

I HAVE?

WELL, MY BOY, IT--AH--APPEARS I OWE YOU AN ***APOLOGY!***

APOLOGY GRATEFULLY ***ACCEPTED,*** MR. J--ALONG WITH THE SMALL ***RAISE*** I EXPECT TO FIND IN MY NEXT ***PAYCHECK!***

R-R-RAISE?

PARKER, CONSIDERING THE NUMBER OF NEWS-WORTHY PHOTOS YOU ***HAVEN'T*** BEEN TURN-ING IN LATELY, YOU'RE LUCKY I DON'T ***FIRE*** YOU!

A RAISE? ***BAH!*** WHAT DO YOU THINK I'M ***RUN-NING***--SOME SORT OF DAD-BLASTED ***CHARITY?***

?

WELL, WHADDAYA ***KNOW?***

EVERYTHING IS FINALLY BACK TO ***NORMAL!***

SHORTLY, AFTER REPAIRING HIS **BOOT**, AN OBVIOUSLY **JUBILANT** WEB-SLINGER TAKES TO THE EVENING **SKY**...

POOR **JONAH**! HE'LL NEVER KNOW HOW **CLOSE** HE CAME TO **NAILING** ME THIS TIME!

IF HE HADN'T **BRAGGED** ABOUT THE **EVIDENCE** HE HAD, I'D NEVER HAVE BEEN ABLE TO **"BORROW"** IT LONG ENOUGH TO PRODUCE THOSE **FAKE** PHOTOS OF MY OWN!*

WHUNNG!

*AS WITNESSED THESE TWO ISSUES **PAST.** --LEN.

JONAH WILL NEVER KNOW THAT IT WAS **MY** PHOTOS WHICH WERE THE DOUBLE EXPOSURES, NOT **HIS**--

THWANG!

--AND SINCE I'VE ALREADY **DESTROYED** THE SNAPSHOTS THE TEMPERAMENTAL MR. JAMESON LEFT AT MY **APARTMENT**...

...THERE'S NO WAY HE CAN EVER **PROVE** IT!!

WOW! ISN'T IT **EXCITING** SEEING SPIDER-MAN IN **ACTION**, CLANCY?

SURE **IS**, MICHELE! I THINK SPIDEY IS THE **GREATEST!**

DON'T **YOU**, MISTER?

WELL, HE'S NOT EXACTLY **VERA VALIANT**, SON -- BUT I GUESS HE'LL **DO!**

OF COURSE, I STILL DON'T KNOW WHO **SENT** JONAH THOSE PICTURES IN THE **FIRST** PLACE--

--BUT THAT'S A PROBLEM FOR **ANOTHER DAY!**

RIGHT **NOW**, ALL I'M INTERESTED IN IS A LITTLE HEALTHY **EXERCISE!**

YEAH, THAT'S **RIGHT**, SARGE-- **SPIDER-MAN!** YOU' BETTER GET A **SQUAD** DOWN HERE--**FAST!**

AND SINCE WE'VE WITNESSED OUR HERO'S UNFORTUNATE ENCOUNTERS WITH **NEW YORK'S FINEST** A TIME OR TWO **BEFORE**, WHAT SAY WE RE-JOIN HIM **AFTER** HE HAS ELUDED HIS **PURSUERS**...

CRIPES! WHEN I WANT **EXERCISE**, I CERTAINLY **GET** IT!

I'LL JUST **REST** HERE LONG ENOUGH TO CATCH MY **BREATH**, THEN...

UH-OH. MY **SPIDER-SENSE** HAS STARTED **TINGLING**--!

BUT NOT AS IF IT WERE WARN-ING ME OF **DANGER**...

...MORE LIKE IT WAS TRYING TO CALL MY **ATTENTION** TO SOMETHING!

AND THE ONLY SOMETHING ON THIS STREET BESIDES **ME**... IS **HIM**!!

WONDER WHAT HE...

HMMM-- NOW **THAT'S** INTERESTING!

THE **SIGN** ON THAT DOOR DISTINCTLY SAYS "**DO NOT ENTER**"!

DO NOT ENTER

"WONDER WHAT SORT OF **BUSI-NESS** HE COULD HAVE IN A **CONDEMNED**...

"HEY, THERE GOES MY **SPIDER-SENSE** AGAIN--!"

AND THERE GOES **ANOTHER** MYSTERIOUS FIGURE INTO THAT SAME SHABBY **BUILDING**!

THE **PLOT**, AS THEY SAY, IS DEFINITELY BEGINNING TO **THICKEN**!

"MY TRUSTY SPIDER-SENSE SURE PUT ME ON TO **SOMETHING**-- BUT **WHAT**?

"HERE COMES A **THIRD** TOPCOAT-TYPE...

"...AND THERE'S A **FOURTH** ONE RIGHT **BEHIND** HIM!

"WHAT ARE THEY **HOLDING** IN THAT TENE-MENT ANYWAY --THE **INTER-NATIONAL SNEAKS AND SKULKERS' CONVENTION**?"

WELL, ENOUGH IS **TOO MUCH**, ALREADY!

I'M GOING TO FIND OUT WHAT'S **GOING ON** AROUND HERE--BEFORE MY **CURIOSITY** DRIVES ME STRAIGHT UP A **WALL**!

HUH?

AND NO SOONER SAID...

...THAN DONE!

CONGRATULATIONS, CHUM! YOU'RE THE NEXT CONTESTANT ON THE $64,000 QUESTION!

LISTENING TO YOU TALK, CHUCKLES--I'M INCLINED TO AGREE! BUT I STILL...

HEY, STOP STRUGGLING LIKE THAT! YOU'LL...

OBOY.

NO, YOU'RE NOT, BRIGHT-EYES--NOT SO LONG AS THERE ARE LAWS AGAINST LITTERING!

THWIP!

SPAK!

SWEET MAMA! IT--IT'S SPIDER-MAN!?!

WH--WHADDAYA WANT WIT' ME, WEB-HEAD? I--I DON'T KNOW NUTHIN'!

KRRIPP!

OH, LORD--I'M GONNA DIE!!

THEN WHAT SAY YOU TELL ME WHAT I WANT TO KNOW, ACE--

--BEFORE YOUR TREMBLING FORCES ME TO DROP YOU AGAIN!

NOW, ARE YOU GOING TO TALK-- OR ARE WE BOTH GOING TO FIND OUT ABOUT MY WEBBING THE HARD WAY?

N-NO... YOU WIN!

J-JEEZ, SPIDER-MAN--GIMME A BREAK, WILL YA?

M-MY HEART CAN'T TAKE MUCH MORE 'A THIS!

Y-Y-YOU--YOU WOULDN'T--?!

DON'T WORRY, PAL--I CAN ALWAYS CATCH YOU WITH MY TRUSTY WEBBING...

...ASSUMING, OF COURSE, MY WEB-SHOOTERS AREN'T EMPTY!

I'LL TELL YA ANYTHIN' YA WANNA KNOW!

THUS, A SHORT WHILE LATER...

TELL ME, HANK--WHY DO ALL THE CRAZIES SHOW UP ON OUR BEAT?

LAST WEEK, IT WAS THAT YOYO IN THE CHICKEN SUIT-- NOW THIS!

THE PROBLEM IS-- HOW DO WE GET THAT UNCONSCIOUS BOZO DOWN FROM THERE?

AND, WHILE THE BELEAGUERED BOYS-IN-BLUE PUT OUT A CALL TO THE FIRE DEPARTMENT, WE'LL LOOK IN ON A CERTAIN ABANDONED SUBWAY TUNNEL SOME DISTANCE AWAY...

MAN, THIS LASER-CANNON THE BOSS BOUGHT FROM THAT TINKERER GUY WORKS LIKE A CHARM!

I JUST WISH GIBSON WOULD GET HERE! THE BOSS DON'T LIKE NOBODY TO BE LATE!

WELL, I HATE TO DISAPPOINT YOU, FELLAS--

--BUT YOUR PARTNER ISN'T COMING!

BLAZES! IT'S...

UUNNFF!!

BTOK!

YOUR DICTION IS TERRIBLE, CHUM--THE NAME IS SPIDER-MAN!!

BUT YOU CAN CALL ME SIR!

I'M NOT SURE *WHAT* YOU JOKERS ARE *DOING* DOWN HERE WITH...

UH-OH.

THAT CREEP GIBSON MIGHT'VE *LED* YOU TO US, BUT ALL YOU'RE GONNA *GET* IS...

CHOK!

UUNNFF!!

WHOK!

YOU SHOULD BE MORE *CAREFUL*, BUNKIE! YOU COULD *HURT* SOMEBODY WITH THAT THING!

NOT HALF AS BADLY AS *I* CAN HURT YOU, WEBHEAD-- WITH *THIS!*

THIS SPECIALLY-DESIGNED LASER-CANNON CAN *CHARCOAL-BROIL* YOU IN SECONDS!

GEE, YOU MUST BE ALL THE THE RAGE AT *BARBEQUES*, BRIGHT-EYES!

GOT TO KEEP *TALKING*--TRY TO *DISTRACT* THAT GOON UNTIL I CAN GET MY HANDS ON...

WELL, SO MUCH FOR *THAT* BRIGHT IDEA!

ZAK!

...UNLESS I GET A *MOVE* ON--AND *FAST!!*

SKOW!

THE LASER-CANNON REDUCED THAT PICK-AXE TO *ASHES*, AND I'M VERY LIKELY TO *JOIN* IT...

SKAK!

ONLY ONE CHANCE...

...HAVE TO USE MY WALL-CRAWLING POWERS LIKE THEY'VE RARELY BEEN USED BEFORE...

...KEEP RICOCHETING BACK AND FORTH OFF THE WALLS AND CEILING SO FAST...

...THAT GUN-HAPPY GOON WON'T BE ABLE TO TELL WHERE I'M COMING FROM...

THOW!

POW!

...UNTIL IT'S TOO LATE!!

UUGHH!!

AND THAT SHOULD TAKE CARE OF...

OUCH!

KLUNK!

CRIPES! THAT LASER-CANNON IS FIRING WILD--BRINGING DOWN THE ROOF--!

HAVE TO FIGURE OUT HOW TO DEACTIVATE THIS GIZMO BEFORE...

KLIK!

WHEW!

I'D HATE TO HAVE TO GO THRU THAT AGAIN!

DON'T WORRY ABOUT IT, WEB-SLINGER!

WHAT WE GOT IN STORE FOR YOU NOW IS A WHOLE LOT WORSE!!

HUH?

TAKE 'IM, JOEY!
SHOW DIS COSTUMED FREAK HE CAN'T MESS AROUN' WIT' US!
WHUD!
I USED TO BE A HEAVYWEIGHT CONTENDER, WEBHEAD!
MY FISTS ARE LETHAL WEAPONS!
AND THEY'RE GONNA...
WHUD!
WHUD!
WHUD!
THEY'RE... THEY'RE...
BLAZES! I...I THINK THEY'RE BROKEN!?!
B-B-BUT HOW...?
IT'S REALLY SIMPLE WHEN YOU KNOW THE SECRET, CHUCKLES!
JUST A MATTER OF TIGHTENING YOUR SPIDER-STRONG STOMACH MUSCLES SO YOU CAN'T FEEL A THING!
YOU ALL THINK ABOUT THAT WHILE YOU'RE NAPPING!
WHACK!
NOW ALL I HAVE TO DO IS TRACK DOWN THIS MYSTERIOUS BOSS THEY WERE TALKING ABOUT AND...
NO NEED TO LOOK FOR ME, SPIDER-MAN--I'M HERE!
THAT CIGARETTE HOLDER...THAT MOUNTAINOUS SHAPE ...THERE'S ONLY ONE MAN ON EARTH IT COULD BE!
DON'T KNOW HOW YOU SURVIVED OUR LAST ENCOUNTER, BUT YOU'D BETTER COME ON OUT...
...KINGPIN!

HUH? WH-WHO ARE YOU?

I ASSURE YOU, MY FRIEND, I AM NOT THIS SO-CALLED KINGPIN YOU WERE TALKING ABOUT!

MY NAME IS... DOCTOR FAUSTUS!

NEXT ISSUE: MADNESS IS ALL IN THE MIND!

BE HERE! WE PROMISE YOU WON'T REGRET IT!

SPIDER-MAN ®

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the AMAZING SPIDER-MAN®

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MY DEADLIEST ENEMIES--COMING THRU THE VERY WALLS AT ME!

AM I GOING MAD?

INDEED YOU ARE, MY BOY--AND ONLY DOCTOR FAUSTUS CAN SAVE YOU!!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

LEN WEIN, WRITER/EDITOR * ROSS ANDRU, ILLUSTRATOR * GIACOIA & ESPOSITO, EMBELLISHERS * GLYNIS WEIN, COLORIST * JOE ROSEN, LETTERER

HE'D THOUGHT IT WAS THE **KINGPIN** AT FIRST, THIS MOUNTAINOUS FIGURE STANDING IN THE **SHADOWS** OF AN ABANDONED **SUBWAY TUNNEL** WHERE, MOMENTS BEFORE, HE HAD **DEFEATED** A GANG OF COSTUMED **THUGS!**

THUS, YOU CAN IMAGINE SPIDER-MAN'S **SURPRISE** WHEN THAT SELFSAME FIGURE STEPPED **OUT** OF THE SHADOWS, AND SAID:

MY NAME IS... **DOCTOR FAUSTUS!**

AND IF YOU THOUGHT OUR HERO'S LIFE WAS A NIGHTMARE **BEFORE**, PILGRIM -- WELL, YOU JUST AIN'T SEEN **NOTHIN'** YET!

MADNESS IS ALL IN THE MIND!

FAUSTUS, EH?

YOU'RE THE GUY WHO TRIED TO *BLACKMAIL* NEW YORK WITH A PLANE FULL OF *THUGS* A WHILE BACK!

BUT I THOUGHT YOU WERE *DEAD!*

SO DOES THE *REST* OF THE WORLD, MY WALL-CRAWLING FRIEND--

"--BUT EVEN AS I SEEMINGLY PLUNGED TO MY *DOOM*, AFTER MY ABORTIVE BATTLE WITH THE CURSED *CAPTAIN AMERICA**...

"...I STRIPPED OFF MY *JACKET*, AND PULLED THE *RIPCORD* OF THE WAFER-THIN *PARACHUTE* I HAD BEEN WEARING UNDERNEATH--

"...EVEN THOUGH I HAVE BUT *ONE* WEAKNESS: AN ALMOST OVER-WHELMING *FEAR OF HEIGHTS!*"

"--A PARACHUTE WHOSE EXISTENCE I HAD NOT *REVEALED* TO MY CRIMINAL COLLEAGUES, LEST THEY SENSE ANY *WEAKNESS* IN ME...

*AS DETAILED BACK IN ISSUE #192 OF CAP'S **OWN** MAGNIFICENT MAG. -- LEN.

IRONIC, IS IT NOT--THAT MY OWN FEAR SHOULD *SAVE* ME?

MAYBE *SO*, DOC...

...BUT THERE'S *NOTHING* YOU CAN DO THAT WILL SAVE YOU FROM...

...HUH?

IMPOSSIBLE! IT--IT CAN'T *BE!!*

IT'S *DOCTOR OCTOPUS*--COMING RIGHT OUT OF THE *WALL* AT ME!

I WARNED YOU THAT THE NEXT TIME WE MET WOULD BE THE LAST, WEB-SLINGER...

...AND DOCTOR OCTOPUS ALWAYS KEEPS HIS WORD!!

DON'T KNOW *WHERE* YOU GAINED THE POWER TO BECOME *IMMATERIAL*, OCK--

--BUT LET'S SEE YOU *SHAKE OFF* A FACE FULL OF *FIST!*

FOOL! I'M STRONGER THAN I'VE EVER BEEN...

CRIPES! H-HE DIDN'T EVEN *FEEL* IT!

...STRONG ENOUGH TO DESTROY YOU IN INSTANT...

...BUT STILL I'VE BROUGHT SOME FRIENDS ALONG TO SHARE THIS EXQUISITE MOMENT...

...THE MOMENT OF YOUR DEATH!!

RHINO...MAN-WOLF... MORBIUS...THE SHOCKER... THE VULTURE...

ALL MY GREATEST *ENEMIES*-- ATTACKING ME *TOGETHER!!*

THIS CAN'T BE *HAPPENING!* THIS CAN'T BE *REAL!*

I MUST BE LOSING MY *MIND!!*

INDEED YOU *ARE*, MY HELP-LESS FRIEND--

--AND ONLY *DOCTOR FAUSTUS* CAN *SAVE* YOU!!

BEGONE, YOU FEARSOME PHANTASMS-- DOCTOR FAUSTUS *COMMANDS* YOU!!

BEGONE!!

AND, LIKE SO MUCH WIND-BLOWN *SMOKE*, THE SINISTER SPECTERS *DISPERSE*--

--FOR, IN TRUTH, *SMOKE* IS ALL THEY'D *BEEN!*

TH-THEY'VE *VANISHED*... LIKE *GHOSTS!*

BUT MY *HEAD*... FEELS LIKE IT'S FULL OF *COTTON!*

MERELY AN UNFORTUNATE *AFTER-EFFECT* OF YOUR BATTLE.

BUT YOU NEEDN'T *WORRY*, MY BOY.

YOU'LL FEEL QUITE *SPLENDID* IN A MATTER OF *MOMENTS!*

WON'T YOU, MY FRIEND?

SURE, DOC. I'LL FEEL... *FINE.*

*WHILE, ON A QUIET STREET **ELSEWHERE** IN THE BIG APPLE...*

I REALLY *APPRECIATE* YOUR COMING ALONG LIKE THIS, MARY JANE. FRANKLY, I'M A LITTLE *NERVOUS.*

COME ON, LIZ-- STAY *LOOSE.*

BRIDE & GROOM

AFTER ALL, PEOPLE HAVE BEEN GETTING *MARRIED* FOR MORE YEARS THAN JIMMY CARTER HAS *TEETH.*

YOU'RE GONNA BE JUST *GREAT!*

THERE! SEE WHAT I *MEAN*? THAT GOWN LOOKS LIKE IT WAS *MADE* FOR YOU.

DO YOU REALLY *THINK* SO? I--I JUST WANT EVERYTHING TO BE *PERFECT* FOR HARRY AND ME.

Sale

IF I KNOW *HARRY OSBORN*, LIZ-- THAT OUTFIT WILL *FLOOR* HIM!

I STILL JUST DON'T *KNOW*, MARY JANE, TO BE *HONEST*, I THINK IT LOOKS A LOT BETTER ON *YOU* THAN ON *ME!*

HA! I WONDER WHAT *PETER PARKER* WOULD THINK IF HE SAW ME IN THIS...

CAN I *HELP* YOU, LADIES?

WHY, *YES*, WE'RE LOOKING FOR *WEDDING...*

WELL--AH--ACTUALLY, *SHE'S* THE ONE WHO'S REALLY *LOOKING!*

I'M JUST ALONG FOR THE *RIDE.*

OH.

AND, BACK IN THE ABANDONED **SUBWAY TUNNEL**...

ARE YA **SURE** THAT GAS OF YERS **WORKED**, BOSS?

ABSOLUTELY, THE NARCOTIC **SMOKE** FROM MY SPECIALLY-PREPARED **CIGARETTE** HAS PUT THE WEB-SLINGER COMPLETELY IN MY **POWER!**

HE WILL **BELIEVE** WHATEVER I **TELL** HIM. **OBSERVE!**

MY FRIEND, I WOULD LIKE TO **INTRODUCE** THE OTHER-- AH-- **SPECIAL AGENTS** WHO WILL BE **WORKING** WITH US!

NICE TO **MEET** YOU, FELLAS.

YEAH--ER-- **LIKEWISE.**

WOW.

I AM MOST **PLEASED** YOU DECIDED TO **AID** US, SPIDER-MAN--

-- FOR, THIS **LASER-CANNON** SHALL SOON **PIERCE** THE WALL THAT SEPARATES US FROM THE ENEMY'S **SECRET LABORATORY**...

...AND THEN THE FATE OF OUR **WORLD** SHALL BE IN **YOUR HANDS!**

I ONLY HOPE I DON'T **DROP** IT, DOC.

IT'S **COMING**, BOSS-- NOT MUCH **FARTHER!**

THERE! IT'S **FINISHED!** WE'VE BURST **THRU**-- WITHOUT TRIPPING ANY OF THE HIDDEN **SECURITY ALARMS!**

THEN THE **NEXT** STEP IS UP TO **YOU**, MY WALL-CRAWLING ALLY!

JUST **NAME** IT, DOC.

SIMPLY LEAD THE **WAY**, MY FRIEND, THE **CORRIDOR** THAT AWAITS US IS FRAUGHT WITH **UNKNOWN PERILS!**

WE ARE TRUSTING **YOU** TO LEAD US SAFELY **PAST** THEM!

NO SOONER SAID THAN **DONE!**

UH-OH. MY SPIDER-SENSE IS TINGLING ALREADY!

THERE'S DEFINITELY SOMETHING WRONG WITH THIS FLOOR!

YOU GOT A FEW SPARE BULLETS I CAN BORROW FOR A MINUTE, PAL?

HUH? WHY-- UH--SURE...

...PAL.

I'LL JUST START THESE THINGS ROLLING ALONG THE CORRIDOR...

...AND SEE WHAT HAPPENS.

UH-HUH! IT'S JUST AS I THOUGHT! THERE ARE TRIGGERS HIDDEN AT RANDOM BENEATH THE FLOOR TILES...

...WHICH SET OFF A CROSS-PATTERN OF STUN-BEAMS IF ANYONE STEPS ON THEM!

I'LL HAVE TO USE MY TRUSTY SPIDER-SENSE AS A MINE-DETECTOR OF SORTS, LET IT TELL ME WHICH TILES ARE SAFE TO STEP ON!

YOU ALL TAKE ONE ANOTHER'S HAND AND FOLLOW ME! MAKE CERTAIN YOU STEP EXACTLY WHERE I STEP...

...OR WE'RE ALL GOING TO WIND UP RESTING IN PIECES!

THAT GAS OF YERS IS REALLY SOMETHIN', BOSS. IT MESSED WITH THE WEB-SLINGER'S HEAD WITHOUT AFFECTIN' HIS POWERS AT ALL!

SILENCE, FOOL-- BEFORE HE HEARS YOU!

EASY NOW, GANG! JUST STEP NICE AND EASY, AND WE'LL GET THRU THIS MAZE WITHOUT...

HUH?

SPECIAL STROBE LIGHTS-- HIDDEN IN THE WALLS!

OUR VERY BODY HEAT MUST'VE ACTIVATED THEM--!

CAN'T *SEE!*

WH-WHADDA WE DO *NOW?*

BETTER SHUT YOUR *EYES*-- AND *HANG ON!*

MY SPIDER-SENSE ISN'T *AFFECTED* BY THE LIGHTS!

WE STILL HAVE A *CHANCE!*

JUST STAY *CLOSE*-- AND BE *CAREFUL!*

ONE *MISSTEP* AND...

ONE *MISSTEP*--

--AND ALL *HELL* BREAKS LOOSE!!

ZAK!

AARRGGHH!!

CRIPES! THAT CLOWN *TRIGGERED* THE STUN-BEAMS!

NOW STAY *STILL*, DO YOU HEAR ME? ONE FALSE *MOVE*-- AND YOU'RE *FINISHED!*

WE'RE *ALREADY* FINISHED, SPIDER-MAN! THERE'S NOTHING MORE WE CAN *DO!*

MAYBE THERE'S NOTHING MORE *YOU* CAN DO, DOC--

-- BUT YOUR FRIENDLY NEIGHBORHOOD *WEB-SPINNER* HAS JUST NOTICED A CERTAIN *CONTROL BOX* AT THIS CORRIDOR'S *END...*

...AND ONE WAY OR ANOTHER...

...I'M GOING TO REACH IT!!

SWELL! THE CUT-OFF SWITCH IS KEY-CONTROLLED!

AND SINCE I HAVEN'T GOT NEARLY ENOUGH TIME TO FASHION A WEB-KEY OF MY OWN--

SKRAKT!

--I'LL JUST HAVE TO RESORT TO MORE PRIMITIVE METHODS!!

EXCELLENT, MY FRIEND! YOUR HEROIC ACTION DEACTIVATED THE ENTIRE CORRIDOR!

NOT TO MENTION SPRINGING THE LOCK ON THIS THICK STEEL DOOR!

THAK

THIS IS WHERE WE WERE HEADING, ISN'T IT?

INDEED IT IS, SPIDER-MAN!

FOR WITHIN THAT HERMETICALLY-SEALED CHAMBER LIES THE MEANS TO WORLD DOMINATION!

A WORLD THAT SHALL BE DOMINATED BY DOCTOR FAUSTUS!!

AND ON **THAT** NOTE, WE TAKE **LEAVE** OF THE ENTHRALLED WEB-SLINGER FOR THE MOMENT--AND TURN OUR ATTENTION TO A RESIDENTIAL AREA OF **FOREST HILLS**...

THIS IS THE **HOUSE**, SIR. I'M CERTAIN IT'S JUST WHAT YOU'RE **LOOKING** FOR.

UH-HUH.

I HATE TO USE THE **CLICHÉ**--BUT A **LITTLE OLD LADY** AND HER FAMILY USED TO LIVE HERE. **PARKER**, I THINK THEIR NAME WAS.

AFTER THE PARKER WOMAN'S **HUSBAND** DIED, THIS PLACE WAS JUST TOO **LARGE** FOR HER--SO SHE AND HER **NEPHEW** FINALLY MOVED OUT.

SHE STILL **OWNS** THE HOUSE, BUT SHE'S EMPOWERED MY AGENCY TO **RENT** IT. PROVIDES HER WITH A LITTLE **PENSION**, YOU UNDERSTAND.

UH-HUH.

I'LL **TAKE** IT.

OF COURSE, THE **BEST** FEATURE OF THIS HOUSE IS ITS...EH? **WHAT** DID YOU SAY, SIR?

I SAID I'LL **TAKE** IT.

WELL--AH--IF YOU **INSIST**, SIR.

BELIEVE ME, SIR, YOU'VE MADE A VERY WISE **CHOICE**. THIS HOUSE WILL BRING YOU A GREAT DEAL OF **JOY**.

YEAH...I **KNOW**.

LOOK, WHY DON'T **YOU** GO ON **AHEAD**. I WANNA LOOK OVER THE--ER--**NEIGHBORHOOD**.

THE **JERK**! HE DIDN'T HAVE TO **TWIST MY ARM** TO TAKE THIS JOINT!

I'D HAVE PAID HIM **TEN TIMES** THE RENT HE ASKED FOR IF IT HAD **COME** TO IT!

I SWORE I'D **RETURN** TO YOU SOMEDAY, YOU BROKEN-DOWN OLD **FIRETRAP**--

--AND **THIS** TIME I'M NOT **LEAVING** TILL THE **SECRET** YOU POSSESS IS **MINE**!!

WHO **WAS** THAT SINISTER HOUSE-HUNTER YOU ASK, FAITHFUL ONE? GOOD **QUESTION!**

UNFORTUNATELY, WE HAVE MORE **URGENT** MATTERS TO CONCERN US RIGHT NOW...

MAN, I CAN'T TELL ***WHICH*** END'A THIS NUTHOUSE IS ***UP***, BOSS.

IT IS NOT NECESSARY THAT ***YOU*** UNDERSTAND THE WORKINGS OF THIS COMPLEX, ONLY THAT ***I*** DO--

--AND I HAVE DEVOTED ***MONTHS*** TO ASSURING JUST ***THAT!***

YOU SEE, THAT LARGE ***CONTAINER*** HOLDS THIS NATION'S ONLY SUPPLY OF THE NEW ***ANTELOPE FLU VACCINE*** THAT WE'VE ALL BEEN HEARING SO MUCH ABOUT THRU THE VARIOUS ***NEWS MEDIA!***

"WITHIN DAYS, THE GOVERNMENT WILL BEGIN TO ***DISTRIBUTE*** THIS VACCINE TO EVERY MAN, WOMAN, AND CHILD IN THE COUNTRY--

"--TO ***IMMUNIZE*** THEM AGAINST THE ***EPIDEMIC*** PREDICTED TO STRIKE AMERICA IN THE MONTHS TO COME!"

IMAGINE, IF YOU CAN, THE FAR-REACHING ***EFFECTS*** ONE MIGHT ACHIEVE--

--BY INTRODUCING A CERTAIN ***PSYCHOGENIC ADDITIVE*** TO THE VACCINE MIXTURE...

...AN ADDITIVE SUCH AS ***THIS*** ONE, FOR EXAMPLE!!

BOSS, YOU'RE A ***GENIUS!***

INDEED!

SOON, THE MILLIONS OF PEOPLE THAT ARE *INJECTED* WITH THE ALTERED FLU VACCINE WILL BECOME SUSCEPTIBLE TO MY *HYPNOTIC CONTROL!*

WH-WHAT'S HE... *SAYING*?

WITH THE AID OF THE CONTENTS OF THIS VIAL, DOCTOR FAUSTUS WILL COMMAND, FIRST, *AMERICA*-- AND THEN, THE *WORLD!!*

MY *HEAD*... FINALLY CLEARING OUT THE *COBWEBS!*

THAT STRANGE-SMELLING *SMOKE* FROM FAUSTUS'S CIGARETTE MUST'VE *DONE* SOMETHING TO ME!

"NOW IT'S *MY* TURN TO DO SOMETHING TO *HIM!*"

EH?

THAK!

MY ADDITIVE ?!?

THAP!

...IS GOING WHERE YOU AND YOUR GOONS CAN'T POSSIBLY *REACH* IT, DOC!

SPIDER-MAN?!? SOMEHOW, HE'S *BROKEN* MY HYPNOTIC SPELL!

QUICKLY, YOU FOOLS-- *STOP HIM!!*

THE FATE OF THE *WORLD* IS AT STAKE HERE!!

YOU *WANT* HIM STOPPED, BOSS-- YOU *GOT* IT!

YOU'RE *KIDDING!*

I'LL *SHOW* YOU WHO'S KIDDIN', YA WALL-CRAWLING...

HUH?

Y'KNOW, YOU JOKERS TRULY *AMAZE* ME!

POW!

IF YOU COULDN'T BEAT ME *EARLIER* TONIGHT*--

--WHAT IN HEAVEN'S NAME MAKES YOU THINK YOU CAN DO IT *NOW*?

UUNGGHH!!

'CAUSE YA STILL HAVE TA BE *GROGGY* FROM THE BOSS'S SCREWY *SMOKE-GAS*, WISE-GUY...

...*THAT'S* WHAT!

OH.

*LAST ISSUE *OUR* TIME. --LEN.

WELL, I HATE TO *DISAPPOINT* YOU, CHUCKLES--

--BUT YOUR BRIGHT-EYED BOSS MADE ONE TEENSY-WEENSY *MISTAKE* WITH THAT SMOKE OF HIS!

HEY! NO-- *DON'T--!!*

HE STOOD ME UNDER THE *VENTS* WHICH KEEP THE *AIR* IN THIS CHAMBER *PURE!*

KRASH

THE *VACUUM PUMPS* IN THE CEILING SUCKED UP THE DOC'S DRUGGED *FUMES*--

--AND GAVE ME A CHANCE TO *CLEAR* MY...

UUNNHH!!

WHOK

YOU SHOULD HAVE *REMAINED* UNDER MY HYPNOTIC *CONTROL*, FOOL!

AT LEAST *THAT* WAY YOU HAD SOME SMALL *HOPE* OF REMAINING *ALIVE!*

AARRHH-- MY *HAND!!*

STOMP!

A SURPRISINGLY *INEFFECTUAL* BLOW, MY FRIEND!

IF IT WASN'T FOR MY *SPIDER-STRENGTH*, HE'D HAVE *CRUSHED* IT... BUT THE *PAIN*... IS STILL... *EXCRUCIATING!*

GOT TO... GET HIM... *OFF* OF ME!!

PAK!

THE *AGONY* YOU CERTAINLY ARE SUFFERING SEEMS TO HAVE *SAPPED* YOUR MUCH-VAUNTED *POWER*--

-- BUT *I*, ON THE OTHER HAND, AM UNDER NO SUCH *HANDICAP!!*

UUNNGGHH!!

THAT MAY JUST BE THE *WORST* UNINTENTIONAL PUN I'VE EVER *HEARD*, FAUSTUS!

BWOK!

YOU'RE STILL-- *OONNFF*-- BATTLING FAR BELOW *PAR*, WALL-CRAWLER-- AND THAT WILL PROVE THE *DEATH* OF YOU!

UUHHNN! THAT WAS... *STUPID*, WEBHEAD! YOU SHOULD'VE USED... THE *OTHER* HAND!

WHAT--?!?

--AWAITING THE MOST PSYCHOLOGICALLY *ADVANTAGEOUS* MOMENT TO *STRIKE!!*

MERELY MY FAITHFUL *UNDERLINGS*, SPIDER-MAN--

RIGHT, I'D ALMOST *FORGOTTEN*--!

WHUDD!

YOU'RE SUPPOSED TO BE THE *WORLD'S GREATEST PSYCHOLOGIST*, AREN'T YOU?

WELL, MAYBE YOU CAN HELP ME WITH A LITTLE *PROBLEM* THEN, DOC.

Y'SEE, EVERY NOW AND THEN, I GET THIS DISTINCT FEELING CERTAIN PEOPLE DON'T *LIKE* ME!

IT IS NOT WISE TO *MOCK* MY TALENTS, WEB-SLINGER!

MY KNOWLEDGE OF THE HUMAN *MIND*-- THE COMPULSIVE QUALITY OF MY PERFECTLY-MODULATED *VOICE*-- STILL MAKE ME YOUR *MASTER!!*

LOSING YOUR *TEMPER*, DOC? FOR *SHAME!* THAT'S NOT EXACTLY GONNA DO WONDERS FOR YOUR *REPUTATION*, Y'KNOW.

NOW GET OUT OF MY WAY!!

NOW WHAT SAY YOU *SURRENDER* LIKE A NICE LITTLE SHRINK SO WE CAN...

HEY!!

FOOL! MY FIT OF PIQUE WAS MERELY A *RUSE*--

--A PLOY WHICH ENABLED ME TO COME *CLOSE* ENOUGH TO YOU! TO USE MY *HYPNOTIC SMOKE* ONCE MORE!!

CRIPES! CAUGHT THAT ENTIRE *GAS-BLAST* FULL IN THE *FACE*--!

MY HEAD...*REELING* AGAIN! CAN HARDLY... *SEE* STRAIGHT...

...BUT I CAN'T... LET FAUSTUS... *GET AWAY...!*

*BUT THE WONDROUS WALL-CRAWLER TAKES ONE STEP **FORWARD**--AND FALLS FLAT ON HIS **FACE!***

*DESPERATELY, HE PULLS HIMSELF, FIRST, TO HIS **KNEES**, THEN TO HIS **FEET** AGAIN, AND WHEN, AT LAST, HE SPIES THE FLEEING **FAUSTUS**...*

STILL TOO *GROGGY*... NO WAY I'LL EVER *CATCH* HIM... BEFORE HE *LOSES* HIMSELF... IN THE MAZE OF *SUBWAY TUNNELS*...

...UNLESS...

APPLIED ELECTRONICS ISN'T... MY *COLLEGE MAJOR*...

...BUT I FIGURE... IF I *RECONNECT* THE TORN WIRES OF THIS *SECURITY SYSTEM CONTROL BOX*...

FTZAK!

"...AND LET THAT **CORRIDOR** SOLVE MY PROBLEMS **FOR** ME!"

ZAK!

AARRGGHH!!

*INSTANTS LATER, THE CONTROL BOX WIRES ARE **DETACHED** ONCE MORE-- AND, WITHOUT THE **STUN-BEAMS** TO SEEMINGLY **SUPPORT** HIS AWESOME BULK...*

...DOCTOR FAUSTUS FALLS!!

NOW ALL I HAVE TO DO IS PUT YOU AND YOUR COHORTS ON **ICE** UNTIL...

WHICH IS A DEFINITE CUE FOR YOURS TRULY TO MAKE HIMSELF **SCARCE!**

UH-OH. SOUNDS LIKE **POLICE SIRENS** IN THE DISTANCE-- COMING **THIS** WAY!

AND SOON AFTER...

MAN, IT LOOKS LIKE A **TORNADO** HIT THIS PLACE!

YEAH-- BUT THE **FLU VACCINE** STILL APPEARS TO BE **SAFE!**

ANY IDEA WHAT HAPPENED TO THESE **GOONS** ALL OVER THE FLOOR, JOE?

WELL, I'M NOT REALLY **SURE**, HARRY...

...BUT I THINK I CAN MAKE A PRETTY GOOD **GUESS!**

COMPLIMENTS OF YOUR FRIENDLY NEIGHBORHOOD **SPIDER-MAN!!**

NEXT

*IT BEGINS IN **NOVA #12** (ON SALE IN JUST A FEW WEEKS) AS SPIDEY MEETS MARVEL'S NEWEST **SUPER-STAR**--AND IT CONCLUDES **HERE** NEXT ISSUE AS WEBHEAD AND BULLETHEAD TRY TO SOLVE THE MOST BAFFLING MYSTERY OF ALL! REMEMBER, FIRST IT'S **NOVA #12**, AND THEN BACK HERE FOR...*

"PHOTON IS ANOTHER NAME FOR...?" 'NUFF SAID!

NOVA ™

MARVEL® COMICS GROUP

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THE MAN CALLED NOVA

FACE-TO-FACE WITH SPIDER-MAN™ ®

YOU KILLED MY UNCLE, WEB-SLINGER! NOW I'M GOING TO MAKE YOU PAY!

WANNA BET?

MARVEL'S TWO GREATEST HEROES-- TOGETHER AGAINST THE POWER OF PHOTON!

When Richard Rider, teenager, was blasted by a lightbolt from beyond the stars, he suddenly found himself transformed into one of the most powerful men on Earth. Invulnerable, able to fly at Nova-Speed, stronger than any ten men, the young High School student donned the costume of his Alien benefactor to become a Champion of Justice!

Stan Lee PRESENTS: THE MAN CALLED NOVA!™

MARV WOLFMAN / WRITER / EDITOR | SAL BUSCEMA & FRANK GIACOIA / ARTISTS | JOE ROSEN / LETTERER | GLYNIS WEIN / COLORIST

YOUR CHANCE TO GUESS ALONG IN A SPECIAL MIGHTY MARVEL MYSTERY!

SPIDER-MAN MEETS NOVA

...AND TOGETHER THEY TRY TO DISCOVER WHO IS --

THE MAN CALLED PHOTON?

THIS IS THE KILLER. BUT IS HE ALSO--

HARRY DAZE

JASON DEAN

MICHAEL LINCOLN

PETER PARKER

FRANKLIN RISK

DECEMBER

NOVEMBER

OCTOBER

SEPTEMBER

AUGUST

JULY

OUR STORY OPENS ON **WANTAGH POINT**, LONG ISLAND...

ONLY RICH RIDER COULD MISS **BOTH** TRAINS HE HAD TO CATCH TO SEE HIS UNCLE RALPH.

FORTUNATELY THOUGH, **NOVA** EASILY MAKES UP THE DIFFERENCE IN TIME.

FRANKLY, I **DON'T** KNOW WHAT I'D DO WITHOUT OL' BULLET-HEAD. HE'S SAVED MY BUTT A **DOZEN** TIMES.

THEN AGAIN, I'VE COME AWFULLY CLOSE TO **LOSING** IT BECAUSE OF HIM.

SO, I GUESS THERE MUST BE A **HAPPY MEDIUM** THERE SOMEPLACE.

WELL, IT'S 2:30 AND UNCLE RALPH WAS SUPPOSED TO **MEET** ME HERE NOW.

WONDER IF THERE'S ANYTHING **WRONG**? HE'S USUALLY INCREDIBLY **PUNCTUAL**.

THEN AGAIN, **EVERYONE** IN THE RIDER FAMILY IS PUNCTUAL...EXCEPT **ME**.

SOMETIMES I WONDER IF I WAS **ADOPTED** INTO THE FAMILY. I'M EXACTLY THE **OPPOSITE** OF EVERYONE ELSE.

SCREECH

WHERE'S **THAT** CAR RUSHING TO? I DON'T SEE ANY **FIRES**.

IT'S **STOPPING**. MAYBE...**NAH!** THAT'S NOT UNCLE RALPH.

WELL, I'LL **WAIT** A FEW MINUTES AND **SEE** WHAT HAPPENS.

HELP ME! **PLEASE-- HELP ME!**

CAPTAIN! **CAPTAIN!**

POLIC
HEADQU

THERE'S BEEN A **MURDER!** YOU'VE GOT TO **HELP!**

ALL RIGHT, CALM DOWN...CALM DOWN.

TELL ME **ALL** ABOUT IT.

Y-YOU **DON'T** UNDERSTAND. I'M GOING **CRAZY.** THERE'S BEEN A **GRISLY** MURDER... AT DOCTOR RIDER'S HOUSE.

FIRST OFF, WHO ARE **YOU**? AND WHAT HAPPENED?

THE NAME'S JASON DEAN, I'M A **BUSINESSMAN** FROM CONNECTICUT.

"ANYWAY, I WAS SITTING IN DOCTOR RIDER'S LIVING ROOM, WAITING FOR HIM... HE WAS SOMEWHERE OFF IN HIS **HOUSE**, DOING SOMETHING OR ANOTHER.

"I WAS THERE, LIKE THE **OTHERS**, TO BID ON HIS LATEST **INVENTION.**

"ANYWAY, WHILE I WAS SITTING THERE, I HEARD A SLIGHT **BUZZING** SOUND. CURIOUS, I TURNED AROUND, AND I SAW THE WALL STARTING TO **GLOW.**

"IT-- IT BEGAN TO **MELT...**

"...AND THEN A **MAN**... A MAN DRESSED IN A BIZARRE **COSTUME**, CAME THROUGH THE HOLE.

I WANT **RIDER!** WHERE IS HE? **TELL ME!**

TELL ME OR I'LL DO TO YOU AS I DID TO THIS **WALL!**

"I PANICKED... SCREAMED.

BAH! I'LL FIND HIM **MYSELF**, FOOL!

"AND WITH A MERE **BRUSH** OF HIS HAND, HE CAST ME ASIDE AS IF I WAS A **RAG DOLL!**

"THEN HE TURNED AND USED A STRANGE **GUN** TO MELT THE FAR WALL OF THE LIVING ROOM.

"I WAS **SCARED**, AND I RAN, LOOKING BACK AS HE VANISHED INTO THE **KITCHEN.**

"I WAS **OUT** OF THE HOUSE A MINUTE AFTER HE GOT THERE AND I **DROVE** HERE AS FAST AS I **COULD.**

CAPTAIN, PLEASE-- YOU'VE **GOT** TO HURRY. POOR DOCTOR RIDER MAY ALREADY BE DEAD.

AND, IN THE MEANTIME...

ALL RIGHT, I'VE WAITED *LONG* ENOUGH.

I'D *CALL*, BUT I FORGOT TO TAKE *CHANGE*.

PRECINCT

BUT THAT *POLICE STATION* SHOULD HAVE A PHONE THEY'LL LET ME USE.

SIR, EXCUSE ME, BUT --

...TO HURRY. POOR DOCTOR RIDER MAY ALREADY BE DEAD.

WHAT? *WHAT* DID YOU SAY?

I'M DOCTOR RIDER'S *NEPHEW*. WHAT HAPPENED?

AND, A FEW MINUTES *LATER*...

DR. RIDER'S HOUSE IS LESS THAN A *MILE* AWAY...

I- I CAN'T BELIEVE IT. UNCLE RALPH WAS ALWAYS SO *KIND*.

HE EVEN OFFERED TO *TUTOR* ME IN *MATH*-- MY WORST SUBJECT... WHICH IS WHY I'M HERE.

HERE WE ARE, AND THERE'S THE *HOLE*, I SEE.

COME ON, PLEASE HURRY. THAT GUY WAS HEADING FOR THE *LIBRARY*.

HUNH? *DAZE*? WHAT HAPPENED?

SOME GUY... USED HIS GUN... THE BEAM *GRAZED* ME, KNOCKED ME OUT.

C'MON! IF HE WAS HEADING FOR THE LIBRARY, IT'S DOWN *THIS* HALL-- PAST THE BEDROOMS.

AND HERE'S *ANOTHER* HOLE. SEEMS OUR FRIEND WAS *BUSY*.

LOOK!

OH *NO*! *UNCLE RALPH*! *HE'S DEAD*!

AND THERE'S HIS *KILLER*!

OBOY! I THINK MY HEAD'S DOING *SOMERSAULTS*.

KILLER! *KILLER*!

I'LL *GET YOU FOR THAT*!

HEY, *WAIT*! HOLD IT!

HEY, CALM DOWN, KID, I'M NO KILLER.

I WAS **KNOCKED** OUT, TOO.

LIKE **BLAZES** YOU WERE. YOU **KILLED** MY UNCLE RALPH. I **KNOW** YOU DID!

JUST HOLD ON THERE, SON. LET'S **HEAR** THE MAN OUT.

YOUR CRAZY **FRIEND** PACKS A MEAN WALLOP. THANKS FOR STOPPING HIM, MR--?

STEELE. CAPTAIN JAMES STEELE, POLICE.

OH. WELL, MY NAME'S PETER PARKER. I'M A **STUDENT.** IN FACT, I WAS STUDYING IN DOCTOR RIDER'S **LIBRARY** WHEN...

HOW'S THE **REPORT** COMING, PETER?

FINE. DR. CONNERS WAS RIGHT, YOU **DO** HAVE THE BEST PHYSICS LIBRARY ANYWHERE.

BY THE WAY, PETER, WHY DIDN'T YOU TELL ME YOU WERE A **SUPER-HERO**?

HUNH? WHAT? I-- ER...

YOUR **NAME**-- PETER PARKER-- CAN BE **ANAGRAMMED** INTO "**KREE TRAPPER**." AREN'T THE KREE THE **ALIENS** SUPER-HEROES FIGHT?

YOUR NAME CAN ALSO BE TURNED INTO "**KEPT RARE REP**"-- WHICH IS WHAT SECRET IDENTITIES ARE FOR, RIGHT?

ACTUALLY, PETER, CREATING **ANAGRAMS** ISN'T PLAYING GAMES. IT'S WHAT SCIENTISTS SHOULD ALWAYS DO. YOU SEE THINGS INSIDE AND OUT, FRONT, BACK, AND SIDEWAYS.

IT'S AN **EXERCISE** TO KEEP YOUR MIND ALERT AND **FRESH**, AND-- **EH?**

DOCTOR-- YOUR **WALL...**

THERE YOU ARE, RIDER. I'VE BEEN **SEARCHING** FOR YOU.

AND THAT MEANS **NOW IT IS TIME YOU DIE!**

AND PHOTON WILL BE YOUR KILLER!

DOC-- **RUN!** I'LL **STOP** THIS LOONIE!

CAN'T MAKE IT SEEM **TOO** EASY. DON'T WANT TO GIVE AWAY THE FACT I'M **SPIDER-MAN!**

NICE **TRY,** PUNK. A SHAME IT WAS SUCH A **WASTED** ATTEMPT!

ZWITT!

AND THAT WAS IT. HIS PHOTON BEAM HIT ME AND I COLLAPSED LIKE A **HOUSE OF CARDS!**

I'M NOT SURE. I STILL THINK HE'S **COVERING UP** SOMETHING.

DON'T BE HASTY, SON. LOOK AT THAT ***CUT*** ON HIS FOREHEAD.

YOU LOOK AT IT, CAPTAIN. I'VE GOT SOMETHING ***ELSE*** TO DO.

NAMELY, FIGURING OUT HOW TO BREAK THE ***NEWS*** TO DAD.

ON TOP OF EVERYTHING ELSE THAT'S BEEN ***DUMPED*** ON HIM LATELY.

DAD? IT'S ME, RICH.

DAD, THERE'S SOMETHING ***BAD*** I'VE GOT TO TELL YOU.

WHAT? I--I... UNDERSTAND.

PLEASE, ***STAY*** THERE, RICH. I'LL BE OVER AS ***SOON*** AS POSSIBLE.

AND, AS RICH RIDER RETURNS TO THE OTHERS A FEW MINUTES LATER...

ARE YOU ALL RIGHT NOW, MR. DAZE?

I-I DON'T KNOW, CAPTAIN STEELE. THAT MANIAC RAN IN HERE AND USED HIS WEIRD ***GUN*** ON ME.

I'M STILL A LITTLE ***DAZED***, PARDON THE PUN-- FROM HIS RAY-BLAST.

BY THE WAY, CALL ME ***HAPPY***. HAPPY DAZE. ***EVERYONE*** DOES.

I'M ***NOT*** NEEDED THERE, BESIDES, I THINK IT'S TIME RICH RIDER WAS ***REPLACED*** BY MY LITTLE ROCKET-HEADED FRIEND.

NOVA'S ON THE PROWL AGAIN!

NO SIGN THAT ANYONE CAME THIS WAY-- EXCEPT CAPTAIN STEELE'S CAR... AND THIS IS THE ***ONLY*** ACCESS ROAD TO UNCLE RALPH'S HOUSE.

THAT PROBABLY MEANS THE KILLER ***HASN'T*** LEFT THE HOUSE, YET.

AND ***THAT*** MEANS MY ACCUSING FINGER STILL POINTS TO THAT PARKER KID.

30 MPH

THERE'S SOMETHING ***SUSPICIOUS*** ABOUT HIM. AND, SO HELP ME, I'M GOING TO FIND OUT ***WHAT*** THAT IS-- IF IT'S THE ***LAST*** THING I DO.

*AND THAT SUSPICION JUST **MAY** BE THE REASON WHY THE "MYSTERIOUS" PETER PARKER IS ABOUT TO **VANISH**. THEN AGAIN, IT MAY **NOT**.*

SOMETHING DEFINITELY ***SCREWY*** IS GOING ON HERE, AND I THINK PETE HAD BETTER ***FADE*** FOR THE PRESENT.

THERE'S SOMEONE ***ELSE*** JUST A LITTLE BIT MORE ***ADEPT*** AT HANDLING MAYHEM AND MURDERERS.

NAMELY EVERYBODY'S FAVORITE WALL-CRAWLER... ***SPIDER-MAN!***

AH, WHO AM I KIDDING? BUT THEN, "***NOBODY'S*** FAVORITE WALL-CRAWLER" JUST ***DOESN'T*** HAVE THAT SPECIAL ***LILT*** I'M LOOKING FOR.

ALL RIGHT, HERO, TIME TO ***COMB*** THIS AREA WITH YOUR FABLED SPIDEY-SENSE, AND TO FIND OUT WHO'S BEEN NAUGHTY AND NICE!

AH ***HA!*** SOMEONE RUNNING...***FLEEING,*** IT SEEMS. I THINK ***KOJAK*** WOULD DEFINITELY CALL THAT A-ONE SUSPICIOUS!

HIYA, BUDDY. WANNA MAKE A ***DONATION*** TO MY FAVORITE CHARITY?

NAMELY, THE "WHO-KILLED-DOCTOR-RIDER, FUND."

SPIDER-MAN?

THAT'S THE NAME, CHUCKLES. ***DON'T*** WEAR IT OUT!

I'VE GOT ***NOTHING*** TO SAY, MASKED MAN. ***ESPECIALLY*** TO A PUNK LIKE YOU!

WHAA? MY SPIDER-SENSES ***WARNED*** ME HE WAS GONNA DO THAT--

SPOK

--BUT WHO THE HECK COULD'VE GUESSED HE'D BE ***THAT STRONG?***

YOU'RE JUST LIKE RIDER, CREEP! TRYING TO ***PUSH*** ME AROUND! TRYING TO ***TELL*** ME WHAT TO DO!

BUT NOW HE'S ***DEAD,*** AND I'M ***GLAD!***

CUDDLES, ANYONE EVER TELL YOU YOU'RE A CERTIFIABLE ***LOONIE?***

SWAK!

SO IT'S BACK TO UNCLE RALPH'S TO CHECK ON EVERYONE *THERE*. ONE OF THOSE--

HUNH? SOMETHING GOING ON *BELOW* ME. SOUNDS LIKE A *SCUFFLE!*

BLUE BLAZES! IT'S *SPIDER-MAN!*

NOW I'M *REALLY* CONFUSED.

THE *DAILY BUGLE'S* ALWAYS PAINTED SPIDEY AS A VILLAIN, BUT SOME PEOPLE SAY HE'S REALLY A *HERO!*

NOW I DON'T KNOW *WHAT* TO BELIEVE!

ONLY THAT I'D BETTER *STOP* 'IM--JUST IN CASE *HE'S* THE GUY WHO MURDERED MY UNCLE. WHY *ELSE* WOULD HE *BE* HERE, ANYWAY?

SOMETHING COMING UP *BEHIND* ME--FAST! CAN'T--

UNGGHHH!

PHOTON!? NO--YOU'RE THAT *NEW* KID...*NOVA!*

I SAW YOUR PIC IN THE *BUGLE* LAST WEEK!

AND I'VE SEEN *YOUR* MUG THERE A FEW TIMES MYSELF, WEB-SLINGER!

AND THERE'S ALWAYS A "*WANTED FOR QUESTIONING*" TAG-LINE BELOW IT.

OH *NO!* NOT ANOTHER GUY OUT TO COLLECT JAMESON'S *REWARD* ON ME!

C'MON, WHY DON'T YOU GUYS *LEAVE ME ALONE?!*

SAY, YOU'RE REALLY *INTELLIGENT,* JET-HEAD!

YOU MUST BE A *WHIZ* IN YOUR KINDERGARTEN CLASS!

PAK!!

THERE'S GOTTA BE A DOZEN *HONEST* BADDIES OUT THERE TO KEEP YOU PEOPLE OUT OF *MY* HAIR!

MY EYES! YOU COVERED MY LENSES WITH YOUR *WEBS!*

SO MAYBE YOU'LL UNDERSTAND WHEN I SAY THIS: *QUIT HOUNDING ME!* THERE'S A *REAL* MURDERER LOOSE AROUND HERE!

SORRY, SPIDEY, BUT UNTIL I'M **SURE** YOU HAD **NOTHING** TO DO WITH UN-- ER, RALPH RIDER'S **MURDER**, YOU'RE COMING WITH **ME!**

WHETHER I CAN **SEE** ANYTHING OR NOT!

HEY!

I'VE GOT **ONE** POWER YOU **DON'T** HAVE, SPIDEY-- I CAN **FLY**, AND YOU CAN'T!

WHICH MEANS YOU'RE **HELPLESS** UP HERE.

DON'T BE SO **SURE** OF THAT, BASKET-HEAD!

POK!

I'VE GOT A **FEW** ABILITIES EVEN **YOU** DON'T KNOW ABOUT!

I DO?

ALL RIGHT, WEB-HEAD, YOU **FREED** YOURSELF-- SO **NOW WHAT**?

THE ONLY PLACE TO FALL IS **DOWN** AND GO **BOOM!**

IF YOU DON'T HAPPEN TO POSSESS "THE AMAZING SPIDER-MAN MIRACLE WEB-FLUID." PATENT PENDING, THAT IS.

AND SO, SPIDEY SAVES HIMSELF ONCE **AGAIN** FROM CERTAIN DEATH.

BUT, WILL THE BATTLE RAGE ON? WILL NOVA **REALIZE** THE WEB-HEADED WONDER HAD **NOTHING** TO DO WITH RIDER'S DEMISE?

STAY TUNED FOR THE EXCITING **CONCLUSION** OF "MARY HEARTBURN! MARY HEARTBURN!"

WELL, MAYBE I **WAS** WRONG ABOUT YOU, SPIDEY.

LOOK, I'M KINDA **NEW** AT THIS. I'M STILL MAKING A FEW **MISTAKES!**

SO, I'VE BEEN AT IT FOR **YEARS** NOW, AND I'M **STILL** MESSING UP-- **CONSTANTLY!** DON'T LET IT **BOTHER** YOU!

BUT IT **DOES**, SO HOLD ON--

--WHILE I FIND THAT GUY YOU WERE STRUGGLING WITH WHEN I INTERRUPTED YOU!

HI, CHUCKLES, **GOING** SOME-WHERE?

DIDN'T YOU HEAR? THE **PROM'S** BEEN CALLED OFF-- ON ACCOUNT OF MURDER!

AND SO, A FEW MINUTES LATER...

...NO, CAPTAIN. I WASN'T EVEN **NEAR** THE LIBRARY. I WAS **DOWNSTAIRS** IN DR. RIDER'S **GAME ROOM.**

CAPTAIN! I THINK WE MAY HAVE FOUND YOUR **MAN!**

THIS CREEP WAS *RUNNING* FROM THE HOUSE LIKE HIS TAIL WAS ON FIRE!

OH NO! I THOUGHT WE WERE *SAFE* FROM YOU COSTUMED FREAKS OUT HERE, AREN'T YOU SUPPOSED TO STAY IN THE *CITY?*

THAT'S WHAT I *LIKE*, CAPTAIN. A COP WHO *APPRECIATES* A LITTLE HELP.

BUT SINCE YOU DON'T WANT TO HEAR FROM *US*, WE'LL LET CHUCKLES TALK.

C'MON, HANDSOME, IT'S NAME, RANK, AND SERIAL-NUMBER TIME!

YOU'LL BE *SORRY* YOU BUTTED IN ON MY AFFAIRS, CREEP! I *PROMISE* YOU THAT!

CAPTAIN, I'M MICHAEL LINCOLN-- THE MAN WHO *MADE* RIDER!

I WAS HIS *LAB ASSISTANT*, BEEN SO FOR *TWO* YEARS. ONLY HE NEVER ACKNOWLEDGED MY *TRUE VALUE!*

NOW HE'S *DEAD*, AND I'M *GLAD!*

ISN'T THAT A *WRAP*, CAPTAIN? HE *CONFESSED*, DIDN'T HE?

NO HE *DIDN'T*, KID. NOW, KEEP OUT OF THIS.

HEY, *WAIT!* I HATED RIDER. BUT I *DIDN'T* KILL HIM!

DON'T PUT THAT RAP ON *ME*, MAN. I'M INNOCENT!

YEAH, LIKE A *LAMB*. SURE.

LISTEN, LINCOLN. I *KNOW* ABOUT DR. RIDER-- HE WAS ONE OF OUR *TOP* RESEARCH SCIENTISTS LONG *BEFORE* YOU CAME ONTO THE SCENE.

DON'T TRY TO DRAG HIM DOWN TO *YOUR* LEVEL.

THIS IS GETTING US *NOWHERE!*

SAY, WHERE'S THAT *PARKER* KID? I HAVEN'T SEEN *HIM* FOR AWHILE.

I DID, JUST AS WE WERE ENTERING. I'LL *GET* HIM, CAPTAIN.

WHEW.

YOU ***WANTED*** ME, CAPTAIN?

I WANT ***ALL*** THE SUSPECTS IN ONE PLACE, PARKER. ***DON'T*** LEAVE THIS ROOM AGAIN.

MR. RISK, I THINK ***WE*** SHOULD HAVE A LITTLE TALK--IN THE ***BACK*** ROOM.

MAKE IT ***FAST***, CAPTAIN. I'M A ***BUSY*** MAN.

ALL RIGHT, YOU ***KNOW*** I WAS HERE FOR THE SAME REASON THE ***OTHERS*** CAME-- TO ***BID*** ON RIDER'S NEWEST INVENTION-- A TRANSISTORIZED ***NUCLEAR*** DEVICE.

MR. RISK, LET'S ***LEVEL***, SHALL WE? I RECEIVED A ***REPORT*** ON YOU. YOU HAVE A RATHER ***SHADY*** REPUTATION. SOME SAY YOU'LL DO ***ANYTHING*** TO GET WHAT YOU WANT.

MY COMPANY WANTED IT.

THAT'S ***RIGHT***, CAPTAIN. I'M IN BUSINESS. I'LL DO WHAT I ***HAVE*** TO DO TO ***STAY*** IN BUSINESS.

DOES ANYTHING INCLUDE ***MURDER***, MR. RISK? PERHAPS DR. RIDER DECIDED ***NOT*** TO SELL TO YOU?

PURE ***CONJECTURE***, STEELE. AND I HAVE ***NOTHING*** MORE TO SAY. I WAS ***DOWNSTAIRS*** AT EXACTLY 2:25 WHEN I HEARD RIDER'S SCREAM.

FOR ANY ***OTHER*** INFORMATION, YOU'LL HAVE TO SPEAK WITH MY ***LAWYER***. GOOD DAY!

I'M SORRY TO HEAR THAT, MR. RISK. BUT YOU ARE ***STILL*** UNDER SUSPICION. DON'T LEAVE UNTIL I'VE ***CLEARED*** YOU TO.

SIR--?

MANNERS, ISN'T IT? YOU WERE DR. RIDER'S BUTLER?

BUTLER, MAN-SERVANT, COOK. DR. RIDER WAS SUCH A ***BUSY*** MAN, I LOOKED AFTER HIS MORE ***COMMON*** NEEDS.

I THINK I SHOULD ***SAY*** SOMETHING, SIR. YOU SEE, I BELIEVE I ***KNOW*** SOMETHING WHICH MAY BE IMPORTANT.

C'MON, MANNERS. WE'LL ***TALK***.

SO, THE BUTLER KNOWS, EH? MAYBE WE CAN FINALLY GET ***OUT*** OF HERE.

ER, ***PARDON*** ME, I HAVE TO VISIT THE, EH-- NECESSARY!

YOU ***DO*** THAT, DAZE. I'VE GOT TO MAKE A ***PHONE CALL*** TO MY OFFICE. I ***DON'T*** THINK I'LL BE LEAVING HERE JUST QUITE YET.

THE ROOM IS **QUIET** NOW, SAVE FOR NOVA AND PETER PARKER. ALL THE OTHERS HAVE GONE THEIR SEPARATE WAYS FOR THE MOMENT. THEN--

NO KIDDING, NOVA. I SAW **NOTHING** WHEN THAT CREEP MELTED HIS WAY IN. HE WORE A COSTUME -- FULL FACE MASK. COULDN'T TELL WHAT HE LOOKED LIKE AT ALL.

BLAZES, THIS ISN'T WORKING, PARKER. I--

THE WALL!

FOOLS! ONE OF YOU **SAW** ME...ONE OF YOU **KNOWS** WHO I AM.

THAT MAN MUST **DIE** FOR PHOTON TO SURVIVE!

PHOTON! HE'S **BACK!**

MOVE IT, PARKER! GET TO SAFETY!

YOU DON'T HAVE TO CONVINCE ME OF **THAT,** NOVA!

YOU'RE GETTING **LUCKY,** PARKER! C'MON, MOVE IT AND MAKE THE **SWITCH!**

SPAK!

INSOLENT CLOWN! GET OUT OF MY WAY! THE ONE I'M AFTER IS **INSIDE!**

SHOCKED AT MY STRENGTH, CHILD? **DON'T** BE! I'M **MORE** THAN A MAN WITH A PHOTON GUN! INDEED, MY VERY **BIO-COSTUME** HAS BEEN DESIGNED TO **AMPLIFY** MY NATURAL **ABILITIES!**

WHAAA?

WOK!

IT GIVES ME THE **STRENGTH OF FIFTEEN MEN!**

AND HERE I THOUGHT YOU **SMELLED** LIKE THAT NATURALLY!

YOU REALLY **DO** LEARN SOMETHING NEW EVERY DAY, DON'TCHA?

BETTER **BELIEVE** IT, ROCKET-HEAD!

BY THE WAY, CUDDLY, DIDN'T YOUR **MOM** EVER TEACH YOU IT'S **NOT** POLITE TO **SHOOT** PEOPLE?

SPOK!

CRETIN! I HAVEN'T THE TIME FOR YOU FOOLS!

NOT WHEN MY SECRET MAY BE REVEALED AT ANY TIME!

I DON'T BELIEVE IT... HE SHRUGGED ME OFF LIKE I WAS AN INSECT!

YYIPPES!

MEAN-WHILE...

...ANYWAY, SIR, AT LEAST THAT'S WHAT DOCTOR RIDER TOLD ME. HE MADE A FEW CHECKS INTO THESE PEOPLE.

ACTUALLY, I HEARD SOMETHING, SIR. AFTER THE PARKER BOY HAD BEEN SHOT. PHOTON SPOKE AND SAID SOMETHING. THEN A MOMENT AGO, SOMEONE OUT THERE SAID THE SAME EXACT THING.

BUT YOU SAID YOU SAW SOMETHING?

AND, DIRECTLY OUTSIDE THE ROOM...

IT'S TOO LATE, PUNK. THAT FOOL BUTLER WILL BE DEAD BEFORE YOU CAN STOP ME.

AND WHATEVER HE KNOWS WILL DIE WITH HIM!

UH UH, SMILEY. NO ONE'S GONNA BE KILLED WHILE I'M AROUND!

SPOP

BESIDES, YOU ALREADY PLAYED OUT YOUR LITTLE MAYHEM WITH RALPH RIDER.

BTOK

KNOW SOMETHIN', NOVEY? I LIKE YOUR STYLE!

KRAK

COMING FROM YOU, WEB-HEAD-- THAT'S A COMPLIMENT! I THINK.

WHILE YOU FOOLS WASTE YOUR TIME CONGRATU-LATING EACH OTHER--

--IT'S TIME FOR PHOTON TO ESCAPE!

YEEOOWN!

ZWIT!

NOVA!

YOU OKAY, KID?

JUST GOT THE ***WIND*** KNOCKED OUT OF ME. HEY, ***DON'T*** LET THAT CREEP GET AWAY!

PERISH FORBID, ROCKETS!

YOO HOO, MUMBLES, I'M ***COMING*** FOR YA!

CORRECTION: I'VE ***GOT*** YOU!

THAT'S FOR ***NOT*** SAYING BYE-BYE BEFORE YOU LEFT, HANDSOME!

WHUP

YOUR RIDICULOUS ***WITTICISMS*** SHOW YOU FOR THE DOLT YOU ARE, WEB-SLINGER!

AND ALL ALONG I THOUGHT I WAS THE NEW WOODY ALLEN! ***SHEESH!***

SKOK!

MORE JOKES? YOU ***ARE*** A FOOL, SPIDER-MAN. I ***DON'T*** KNOW HOW YOU MANAGED TO BUILD YOURSELF SUCH A STRONG REPUTATION!

BUT LET'S SEE HOW YOU USE YOUR JOKES TO STOP ***THIS!***

SPIDEY--?

DON'T WORRY IT, NOVA. I CAN ***SNUFF*** OUT THIS FLAME WITH MY ***WEBBING.***

YOU FIND GORGEOUS GEORGE!

IMPOSSIBLE! I CHECKED ALL THE CORRIDORS, AND HE'S ***GONE!***

YOU JUST ***CAN'T*** UP AND VANISH INTO THIN AIR, CAN YOU?

DAZE? YOU SEE THAT COSTUMED CREEP WHO WAYLAID YOU GO BY HERE?

HUNH? OH, ER--***NO.*** NO ONE WAS HERE, NOVA.

NO ONE AT ***ALL!***

DON'T TELL ME, ROCKETS, BY THE LOOK ON YOUR MASK-- HE WAS ***GONE!***

ALMOST LIKE HE WAS ***NEVER*** HERE, SPIDEY.

AND HE WAS NOWHERE ***OUTSIDE.*** I CHECKED FOR A HALF-MILE AROUND.

SO, UNLESS HE'S ***FASTER*** THAN I AM, HE'S STILL GOT TO BE ***HERE!***

BUDDY, I THINK YOU'RE ***RIGHT!*** C'MON, LET'S GO BACK TO THE ***OTHERS***-- FAST!

*AND THAT'S THE CUE FOR **US** TO CONVERGE ON THE **LIBRARY**...*

...COME ***OFF*** IT, LINCOLN. YOU HAD ***NOTHING*** TO DO WITH RIDER'S LATEST GIZMO.

YOU ARE THE FOOL, DEAN. JUST LIKE RIDER WAS.

I SUPPLIED THE MISSING FORMULA! ***I*** GAVE HIM THE INFORMATION HE NEEDED. WITHOUT ME, THE INVENTION WOULD BE ***USELESS!***

RIDER WAS ***JEALOUS*** OF MY GENIUS...HE ***ENVIED*** MY BRILLIANCE!

AND YOU ***KILLED*** HIM FOR THAT?

YOU ***DID*** THREATEN HIM, MANNERS TOLD ME THAT.

FACT IS, YOU THREATENED HIM ON ***VARIOUS*** OCCASIONS. IN FACT, YOU WERE ***FIRED THIS MORNING, WEREN'T YOU?***

YES, I ***THREATENED*** HIM. I HATED HIM. I ***WANTED*** HIM DEAD BECAUSE HE WAS BRILLIANT. HE WAS FAMOUS. ***HE WAS RICH!***

HE HAD EVERY-THING ***I*** SHOULD HAVE HAD!

BUT, I ***DIDN'T*** KILL HIM.

YOU KNOW SOME-THING, MANNERS GAVE ME QUITE A BIT OF INFORMATION. FOR INSTANCE, HARRY-- YOU ***DON'T*** WORK FOR YOURSELF, DO YOU?

OH ***NO***--YOU WORK FOR A GROUP CALLED ***A***DVANCED ***I***DEAS ***M***ECHANICS -- ***A.I.M.*** FOR SHORT.

A GROUP THAT'S ***WANTED*** BY EVERY LAW AGENCY IN THE ***WORLD!***

WHAT?

THAT'S A *LIE!* I WORK FOR MYSELF!

MANNERS TOLD ME YOU *PHONED* DR. RIDER SEVERAL TIMES -- YOU SAID YOU *DEMANDED* HE LET YOU BUY HIS INVENTION.

OR ELSE YOU'D HAVE HIM *KILLED!*

NO! YOU'RE MAKING IT *ALL UP!*

SOME-HOW I *DOUBT* THAT, CREEP.

NOW, MAYBE THE CAPTAIN CAN'T FORCE YOU TO TALK, BUT *I* CERTAINLY CAN.

SO WHY DON'T YOU *START* BEFORE I RE-ARRANGE YOUR ALREADY-REVOLTING FEATURES!

ALL RIGHT, *ALL RIGHT!* IT'S TRUE, WE *WANTED* THAT INVENTION.

WE'D MAKE *MILLIONS* WITH IT. AND RIDER WANTED TO *GIVE IT AWAY* TO THE GOVERNMENT.

I ASSUME YOU'VE LEARNED SOMETHING ABOUT US *ALL*, HAVEN'T YOU, CAPTAIN?

PERHAPS, CARE TO *REVEAL* SOMETHING ABOUT YOURSELF, MR. DEAN?

YOU MUST ALREADY KNOW I WORK FOR THE *MAGGIA*, A CRIME CARTEL. WE HEARD *AIM* WAS AFTER RIDER'S INVENTION. WE DECIDED TO GET IT *FIRST.*

BUT WE WERE PREPARED TO *PAY.* GOOD MONEY, TOO.

SURE, DEAN, AND I ASSUME IF YOU *DIDN'T* GET IT, YOU JUST WOULD HAVE *SHRUGGED* YOUR SHOULDERS AND SLINKED ON HOME, EH?

LISTEN, DEAN. THIS *ISN'T* A HICK TOWN.

SEEMS TO ME I'VE GOT *FOUR* SUSPECTS, RATHER MISERABLE SPECIMENS, TOO.

FIRST, THERE'S *MICHAEL LINCOLN* -- RIDER'S EM-BITTERED ASSISTANT. YOU BLAMED THE DOCTOR FOR HIS SUCCESS AND YOUR *FAILURE.*

FRANKLIN RISK, YOU'RE A STRONG-ARM BUSINESS-MAN WHOSE BEEN KNOWN TO ENGAGE IN *ANY* SHADY DEAL TO GET WHAT HE WANTS.

HARRY DAZE, YOU BELONG TO *AIM*, A GROUP THAT KILLS AT THE DROP OF A HAT. ALSO, A GROUP FANATICAL ABOUT NEW *WEAPONS* AND INVENTIONS.

AND FINALLY, YOU, *JASON DEAN*. THE *MAGGIA* HAS ITS HAND IN EVERY ILLEGAL ACTIVITY IN THE COUNTRY. WE *CAN'T* RULE YOU OUT, CAN WE?

HEY, WHAT ABOUT THAT **PARKER** KID? HE KEEPS DISAPPEARING.

SORRY, HANDSOME, BUT HE WAS WITH **ME** WHEN PHOTON STRUCK A FEW **MINUTES** AGO.

HE'S THE **ONLY** ONE OF YOU WHO COULDN'T BE THE KILLER.

CAPTAIN, YOU SAID MANNERS TOLD YOU **MORE...?**

*UNOBTRUSIVELY, A DARK SHOE WORMS ITS WAY ACROSS THE BASEBOARD THEN **WRAPS** ITSELF ABOUT A LAMP PLUG.*

AND, AS EVERYONE WAITS FOR CAPTAIN JAMES STEELE TO SPEAK AGAIN--

HEY! WHAT'S GOING **ON HERE?**

ALL RIGHT, NO ONE MOVE! I GOT IT!

HEY! RISK! DEAN! AND DAZE-- THEY'RE **GONE!** BUT **WHERE?**

THEY MUST'VE RUN WHILE THE **LIGHTS WERE OUT!**

AND I WAS LOOKING FOR THE **SWITCH.** I DIDN'T SEE THEM.

CAPTAIN, WHAT **ELSE** DID MANNERS TELL YOU? WHO DID HE SAY **KILLED** DR. RIDER?

HE GAVE ME THE INFORMATION I JUST TOLD EVERYONE. AND THEN, JUST BEFORE HE COULD **FINISH--**

--HE WAS KILLED!

ALL RIGHT, **ALL** THE CLUES HAVE BEEN SPELLED OUT FOR YOU!

WHO KILLED DOCTOR RIDER?

WAS IT:
HARRY DAZE?
JASON DEAN?
MICHAEL LINCOLN?
FRANKLIN RISK?
OR WAS IT SOMEONE *ELSE?*
THE ANSWER WILL BE REVEALED IN--

the AMAZING SPIDER-MAN

No.171
ON SALE NOW!

NEXT ISSUE: *MEANWHILE, BE BACK **HERE** NEXT MONTH AS NOVA IS TOLD...*
WATCH OUT, WORLD, THE SANDMAN IS BACK!

SPIDER-MAN ®

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the AMAZING SPIDER-MAN®

SIDE·BY·SIDE WITH NOVA™

WITH MY TWO GREATEST FOES SLAIN...

...NOTHING CAN STOP PHOTON!

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

LEN WEIN — WRITER / EDITOR ✶ ROSS ANDRU — ILLUSTRATOR ✶ MIKE ESPOSITO — EMBELLISHER ✶ GLYNIS WEIN — COLORIST ✶ JOE ROSEN — LETTERER

STOP!

DO NOT READ THIS STORY UNTIL YOU HAVE STUDIED THE STARTLING EVENTS THAT TRANSPIRE IN NOVA #12! YOU HAVE BEEN WARNED!

PHOTON IS ANOTHER NAME FOR...?

OKAY, SO WE HAVE ALL SORTS OF *CLUES* TO THE MURDERER OF *DR. RALPH RIDER!*

THE *QUESTION* STILL REMAINS... **WHODUNIT??**

JULY AUGUST SEPTEMBER OCTOBER NOVEMBER DECEMBER

THIS IS THE KILLER, BUT IS HE ALSO...

HARRY DAZE

JASON OEAN

MICHAEL LINCOLN

PETER PARKER

FRANKLIN RISK

THAT QUESTION WILL BE ***ANSWERED*** BY USING PROPER ***POLICE PROCEDURE***, WEB-SLINGER!

AND I DON'T WANT ***YOU*** OR THAT ***OTHER*** COSTUMED CUT-UP GETTING IN MY ***WAY!***

LOOK, CAPTAIN, THERE'S A GOOD MAN LYING ***DEAD*** THERE-- AND, ONE WAY OR ANOTHER, ***NOVA*** AND I ARE GOING TO FIND HIS ***KILLER!***

YOU ***TELL*** HIM, WEBHEAD.

I ***MEAN*** IT, MASKED MAN! YOU ***INTERFERE***-- AND YOU'LL ***REGRET*** IT!

NOW LET ME GET ALL WE'VE ***LEARNED*** THUS FAR DOWN ON ***TAPE*** WHILE IT'S STILL ***FRESH*** IN MY MIND...

INVESTIGATION OF THE DEATH OF DR. RALPH RIDER... ***CAPTAIN JAMES STEELE*** REPORTING.

THE DOCTOR'S ***MURDER*** WAS FIRST REPORTED TO ME AT 2:30 THIS AFTERNOON BY ONE ***JASON DEAN.***

"ACCORDING TO DEAN, HE WAS SITTING IN THE ***LIVING ROOM*** OF THE RIDER HOME, WHEN THE OUTSIDE ***WALL*** SUDDENLY BEGAN TO ***GLOW***--

"--AND A GAPING ***HOLE*** WAS MELTED CLEAR ***THRU*** IT!"

I AM ***PHOTON!*** TELL ME WHERE TO FIND ***DR. RIDER!***

"BUT BEFORE DEAN COULD ***REPLY***, PHOTON ALLEGEDLY KNOCKED HIM ***ASIDE***... AND MOVED ON!

"ACCORDING TO THE TESTIMONY OF ONE ***PETER PARKER***, HE WAS ***WITH*** THE VICTIM AT 2:20 P.M., DISCUSSING DR. RIDER'S FASCINATION WITH ***ANAGRAMS***, WHEN THE LIBRARY WALL ***DISAPPEARED***...

"...AND ***PHOTON*** STRUCK ONCE MORE!

"PARKER CLAIMS HE ATTEMPTED TO ***STOP*** PHOTON, BUT WAS ***CUT*** AND KNOCKED ***UNCONSCIOUS*** BY A SHOT FROM PHOTON'S ***PISTOL!***

"WHEN HE ***AWAKENED***, PARKER SAYS HE FOUND DR. RIDER SPRAWLED ***DEAD*** ON THE FLOOR!"

YEAH--JUST LIKE *HARRY DAZE*, WHO SAYS *HE* WAS ZAPPED BY PHOTON *TOO*, WHEN HE TRIED TO *GRAB* HIM IN THE *KITCHEN!*

BOY, CAN'T TELL THE *PLAYERS* IN THIS GAME WITHOUT A *SCORECARD*, CAN YOU?

NOW DON'T YOU THINK IT'S TIME YOUR MEN *ATTENDED* TO--ER--DR. RIDER'S *BODY*, CAPTAIN?

ALL IN *GOOD TIME*, MISTER...

...JUST AS SOON AS I FINISH *TAPING* THIS BLASTED *REPORT!*

"THE FINAL SUSPECT IN THE RIDER HOME AT THE TIME OF THE MURDER WAS BUSINESSMAN *FRANKLIN RISK*...

"...WHO CLAIMS HE WAS DOWN IN THE *GAME ROOM* DURING THE KILLING, AND NEVER HEARD A *THING!*"

BUT, AT THE MOMENT, EVERY *ONE* OF THE SUSPECTS HAS *DISAPPEARED*--THANKS TO SOMEBODY TURNING OFF THE *LIGHTS!*

EVERY ONE, THAT IS... EXCEPT *YOU*, MICHAEL LINCOLN!

NOW *LOOK*, CAPTAIN--I MAY HAVE *HATED* RIDER, AND CLAIMED CREDIT FOR HIS *WORK*--BUT I HAD *NOTHING* TO DO WITH HIS *DEATH!*

THAT REMAINS TO BE *SEEN*, MISTER, AND I ASSURE YOU, WE *WILL* SEE BEFORE...

WE'VE FINISHED UP IN THE OTHER *ROOM*, CAPTAIN. WE'RE TAKING THE BUTLER'S *BODY* OUT TO THE *WAGON* NOW.

THAT'S THE ONE THING WE *DO* KNOW ABOUT THIS KILLING, SPIDEY...

YEAH... AT LEAST, THE *BUTLER* DIDN'T DO IT!

AND POOR MANNERS WAS *MURDERED* BY PHOTON AS HE WAS ABOUT TO *REVEAL* THE KILLER'S *IDENTITY!*

CAPTAIN, WE DID AS YOU ***ORDERED!*** NONE OF THE SUSPECTS HAVE PASSED OUR ***ROADBLOCKS...***

...BUT A ***TRAIN*** LEFT MONTAUK BEFORE WE HAD A CHANCE TO ***CHECK IT OUT!***

AND BY THE TIME YOU ***STOP*** IT AT THE NEXT ***STATION***, OUR SUSPECTS COULD BE ***LONG GONE...***

...SO IT LOOKS LIKE IT'S UP TO ***YOURS TRULY*** TO PLAY ***ONE-MAN POSSE!***

I DON'T KNOW ***WHY***-- BUT THERE'S A LOT CAPTAIN STEELE LEFT ***OUT*** OF THAT REPORT...

FOR EXAMPLE, THE FACT THAT ***JASON DEAN*** IS AN AGENT OF THE CRIME CARTEL CALLED THE ***MAGGIA...***

...WHILE ***HARRY DAZE*** WORKS FOR ADVANCED IDEA MECHANICS, OTHER-WISE KNOWN AS ***AIM...***

...AND ***FRANKLIN RISK*** IS THE SORT OF BUSINESSMAN WHO'LL STOP AT ***NOTHING*** TO GET WHAT HE WANTS...

...AND WHAT THEY ***ALL*** WANT IS MY UNCLE RALPH'S NEWEST ***INVENTION!***

HEY-- THERE'S THE ***TRAIN*** DOWN BELOW ME!

I ***OVER-TOOK*** IT LIKE IT WAS STANDING ***STILL!***

Y'KNOW, I STILL CAN'T GET OVER THE WAY HARD-HEADED HIGH SCHOOL STUDENT ***RICH RIDER*** HAS BECOME THE ROCKET-HEADED ***NOVA!***

NOTHING TO ***WORRY*** ABOUT, FOLKS-- JUST NEW YORK'S NEWEST ***SENSATION*** TRACKING DOWN ANOTHER NEFARIOUS ***EVIL-DOER!***

YOU KNOW-- YOUR AVERAGE EVERYDAY ***SUPER-HERO*** STUFF!

BUT...
NO LUCK, WEBHEAD.
THERE WASN'T A TRACE OF THEM ON THAT TRAIN!
WELL, THEY CAN'T HAVE GOTTEN TOO FAR. THE ONLY WAYS OUT OF TOWN ARE BY LAND, SEA, OR...
BY SEA?
BLUE BLAZES!
I SPOTTED AN UNMARKED HYDRO-FOIL HEADING FOR THE LIGHTHOUSE AT MONTAUK'S END, WHILE I WAS HEADING FOR THE TRAIN!
YOU DON'T THINK...?
YOU'RE RIGHT, CHUM--I DON'T THINK. I KNOW!
AT LEAST ONE OF THEM IS PLANNING A RENDEZVOUS!
THWIP!
THEN WHAT AM I WAITING FOR? I'D BETTER...
MAKE THAT WE'D BETTER, BUDDY!
I'M COMING ALONG FOR THE RIDE!
HEY-- WAIT! YOU TWO AREN'T AUTHORIZED--!
CRIPES! WILL YOU SLOW DOWN A LITTLE?
I THINK I'M GONNA BE AIR-SICK!
DON'T SWEAT IT, SPIDEY-- JUST ASK THE STEWARDESS FOR DRAMAMINE WHEN SHE PASSES BY.
THAT'S ASSUMING I DON'T PASS... OUT!
I'M CALLING HEADQUARTERS! YOU MEN WATCH LINCOLN-- AND NAIL HIM TO THE FLOOR IF YOU HAVE TO!
THIS IS ONE SUSPECT I'M NOT GOING TO LOSE!
YES... SIR!!

WHILE, A GOOD MANY MILES AWAY...

I JUST LOVE CHINA-TOWN...DON'T YOU, LIZ?

LOOK--EVEN THE PHONE BOOTHS HAVE AN ORIENTAL MOTIF!

IT'S WONDERFUL, HARRY.

BUT THEN, EVERYTHING IS WONDERFUL... WHEN I'M WITH YOU.

YOU KEEP THAT UP, MS. ALLEN--AND MY HEAD IS GONNA GET SO BIG, MY HAIR WON'T FIT.

RESTAURANT

JOY FONG

BAR

GRUNTS RESTAURANT

AND SPEAKING OF MY HEAD, DOCTOR HAMILTON THINKS I'LL BE ABLE TO STOP OUR THERAPY SESSIONS SOON.

I THOUGHT MAYBE WE COULD START PLANNING OUR WEDDING DATE THEN.

WHATEVER YOU SAY, DARLING...

...BUT FOR MY MONEY, THE DATE COULD BE TOMORROW!

I APPRECIATE THAT, LIZ-- BUT YOU KNOW HOW I FEEL!

I WANT TO BE ABSOLUTELY CERTAIN I'M CURED OF MY PSYCHOSIS BEFORE I'LL LET YOU COMMIT YOUR LIFE TO MINE.

I'D SOONER DIE THAN PUT THE WOMAN I LOVE IN ANY DANGER!

PLEASE, HARRY-- STOP TALKING LIKE THAT!

FROM NOW ON, LIFE IS GOING TO BE SAFE AND SERENE... FOR BOTH OF US!

OF COURSE IT WILL, SWEETHEART-- FORGIVE ME.

EVERY SO OFTEN, I GET CARRIED AWAY WITH MYSELF.

THEY'RE LEAVING... WHICH IS JUST AS WELL.

I COULD NOT CONFRONT HER WHILE HE WAS PRESENT ANYWAY!

BUT SOON... VERY SOON NOW... THE TIME WILL COME TO MAKE HER PAY!

BACK ON LONG ISLAND'S EASTERN-MOST **TIP**, A SLIGHTLY-NAUSEOUS **WALL-CRAWLER** STILL CLINGS TO HIS **WEB-LINE** FOR DEAR LIFE...

...AS A HURTLING **HUMAN ROCKET** CARRIES HIM HIGH OVER THE ROCKY **SHORELINE** TOWARDS A MOST DRAMATIC **CONFRONTATION!**

FOR YEARS, THIS SOLITARY **LIGHTHOUSE** HAS STOOD STEADFAST AT THE WATER'S EDGE, ITS GREAT **LIGHT** FLASHING FOR **MILES** OUT TO SEA.

IT HAS BEEN THE FINAL **COMFORT** OF COUNTLESS **SAILORS**, THE LAST WARM MEMORY OF **HOME**, BEFORE THEY CAST THEIR **FATES** TO THE WIND.

NOW IT MAY DECIDE THE FATE OF A DECIDEDLY **DIFFERENT** BREED OF MEN!

I STILL DON'T KNOW WHY YOU CAME **ALONG**, RISK! AT LEAST, **DAZE** AND I BELONG TO **CRIMINAL ORGANIZATIONS**--

--**WE'D** HAVE BEEN ARRESTED NO MATTER **WHO** MURDERED DR. RIDER!

BUT YOU'RE ONLY A **BUSINESSMAN -- UN-SCRUPULOUS**, GRANTED-- BUT STILL...

THAT IS PRECISELY THE **POINT**, GENTLEMEN -- I AM **INDEED** A BUSINESSMAN!

AND THUS, I ENTERTAIN HOPES THAT WE CAN **ALL** STILL MAKE A **DEAL!**

THAT IS **WHY** I PULLED THE **LIGHT PLUG** BACK AT THE GOOD DOCTOR'S HOUSE.

I CERTAINLY DID NOT WANT MY POTENTIAL PARTNERS **APPREHENDED!**

I PROPOSE WE **SHARE** RIDER'S INVENTION, AND THUS **ALL** PROFIT BY IT!

WHY SHOULD WE TRUST **YOU**? FOR ALL WE KNOW, **YOU** MAY BE PHOTON! IF WE **AGREE**, YOU COULD **KILL** US LIKE...

HEY--HERE IT **COMES!**

"THIS *HYDRO-FOIL* WAS SCHEDULED TO *MEET* ME HERE NOW, TO TAKE ME BACK TO AIM'S MANHATTAN *HEADQUARTERS!* *

"INSTEAD, IT'LL HAVE TO TAKE THE *THREE* OF US TO SAFETY--WHERE WE CAN CONCOCT *ANOTHER* WAY TO GET OUR HANDS ON RIDER'S *MECHANISM!*

"COME ON-- LET'S HEAD DOWNSTAIRS TO *MEET* THEM!

*CHECK CURRENT ISSUES OF ***MS. MARVEL*** FOR DETAILS. --LEN.

"YEARS AGO, AIM INSTALLED A SECRET *BOAT BASIN* BENEATH THIS LIGHT-HOUSE--TO SERVE AS A HIDDEN *BASE OF OPERATIONS* SHOULD THE *NEED* EVER ARISE.

"AIM IS ALWAYS *PREPARED*... FOR *ANYTHING!*"

AGENT DAZE, WE BRING *GREETINGS* FROM OUR *LEADER!*

TELL US, HOW DID YOUR *MISSION* GO?

NOT NEARLY AS WELL AS WE HAD *PLANNED*, MY FRIEND!

DOCTOR RIDER'S *INVENTION* WAS ALMOST *OURS*...

...BUT AT THE LAST MOMENT, MY EFFORTS TO OBTAIN IT WERE *THWARTED* BY THE UNTIMELY INTERVENTION OF *SPIDER-MAN*-- AND THAT *NEW* SUPER-BEING CALLED *NOVA!*

THE DEVICE IS STILL *HIDDEN* SOMEWHERE IN RIDER'S *HOUSE!*

THEN IT IS OUR GIVEN DUTY TO *RETURN* TO THAT HOUSE--AND *FIND* IT!

WE HAVE BEEN ORDERED NOT TO RETURN *WITHOUT* THAT WHICH WE WERE SENT HERE TO *GAIN!*

WELL, WE'VE GOT SOME *NEW* ORDERS FOR YOU, BUNKIE--

--GO DIRECTLY TO *JAIL!* DO NOT PASS *GO*--AND DEFINITELY DO NOT COLLECT *DR. RIDER'S INVENTION!*

WHO--?!?

WELL, IT'S SURE NOT *STARSKY AND HUTCH*, FELLAS!

WE'RE A WHOLE LOT *CUTER!*

ANYONE HERE WANT TO CONFESS *NOW*--

--OR WILL WE HAVE TO DO THIS THE *HARD* WAY?

YOU'RE *FOOLS*-- *BOTH* OF YOU-- FOR THINKING YOU CAN OVERCOME A FULL *SQUAD* OF WELL-TRAINED *AIM AGENTS!*

ALL WHO WORK FOR *AIM* ARE TAUGHT HOW TO *KILL* IN A DOZEN DIFFERENT *WAYS*--

--*MYSELF* INCLUDED!

UUNNFF!!

CHOK!

WELL *DONE*, AGENT DAZE-- BUT *I* WILL TAKE OVER NOW!

SORRY, CHUM-- BUT MY DANCE-CARD'S ALL *FILLED!*

YOU'LL NOT MAKE *LIGHT* OF US MUCH LONGER, INSECT--

--NOT ONCE YOU'VE SEEN YOUR PARTNER *SLAIN* BEFORE YOUR *EYES!*

ZAK!

HUH?

NOVA! WATCH OUT FOR THIS GUY'S *RAY*...

NO! HE *GOT* HIM!!

THAT SHOT WOULD'VE *FINISHED* ANYBODY WHO DIDN'T HAVE *NOVA-STRONG SKIN*, WHATEVER *THAT* IS--

--BUT IT *STILL* MANAGED TO KNOCK ME ALMOST *SENSELESS*...

...AND IT LOOKS LIKE THIS GANG OF GOONS IS PLANNING TO MAKE IT A MORE *PERMANENT* CONDITION!

EH? THE *WEB-SLINGER*-- HE BROKE MY *GRIP*--!?!

I HATE TO HAVE TO *TELL* YOU THIS, CHUCKLES--

--BUT YOU'VE BEEN LOSING YOUR *GRIP* ON THINGS FOR A LONG, LONG *TIME* NOW--

WHUD!

--LIKE SINCE YOU FIRST PUT THAT UGLY WIRE-MESH *TRASH CAN* ON YOUR POINTED LITTLE HEAD!

FOOL! OUR *COMA-GUNS* WILL DEAL WITH...

AARRGGHH!!

NO! SPIDER-MAN *DUCKED!* I SHOT MY OWN *COMRADE!*

ZAK!

AND FRANKLY, FELLA-- IT COULDN'T HAVE HAPPENED TO A MORE *DESERVING* GUY!

WHILE...

WILL YOU CREEPS GET OFF MY *BACK*?!

I'VE GOT A *KILLER* TO FIND HERE!

AND THOUGH I HATE TO *MENTION* IT, JET-HEAD--

BROK

--IT LOOKS LIKE OUR THREE STERLING *SUSPECTS* HAVE FLOWN THE *COOP* AGAIN!

BUT THEY COULDN'T HAVE GOTTEN *FAR*, SPIDEY, AND AS SOON AS I *FINISH* WITH THIS *GOON SQUAD*--I

--I'LL USE MY *NOVA-SPEED* TO TRACK 'EM *DOWN!*

LOOK, LET *ME* DO THE MOPPING UP *HERE*, KID! *YOU* JUST GET *GOING!*

BUT YOU *WON'T* GO VERY *FAR!*

BLUE BLAZES!

CIRCLES OF SOLID LIGHT--*BATTER-ING* ME--TURNING MY BRAIN TO *JELLO*--!?!

NOVA? HEY, WHAT'S *WRONG*, BUDDY? WHAT *HAPPENED* TO...?

UH-OH. I SHOULD HAVE *KNOWN!*

YOUR OVER-ENTHUSI-ASTIC PARTNER IS *UNCONSCIOUS*, WALL-CRAWLER, AND PHOTON WILL SOON SEND YOU TO *JOIN* HIM--

FAT *CHANCE*, SUNBEAM!

--ON THE ROAD TO *OBLIVION!!*

YOU COULDN'T FIND THE ROAD TO *ZANZIBAR* WITH-OUT *BOB HOPE* OR *BING CROSBY* TO HELP YOU!

ONCE AGAIN, SPIDER-MAN, YOUR MOCKING *HUMOR* SERVES ONLY TO MASK YOUR OWN *INSECURITY*--

--BUT PHOTON IS NOT *FOOLED!*

THERE IS NO *JOKE*, NO *JEST*, NO *JEER* THAT CAN *DISTRACT* ME FROM MY *TASK*--

--OR TURN ASIDE THE *LIVING-LIGHT POWER* OF MY *PHOTON GUN!!*

UUNNHH! N-NOW I KNOW HOW *NOVA* FELT!

I'M BEING *BEATEN* TO DEATH... BY A *RAINBOW!*

I COULD *NOT* EMPLOY THIS TACTIC BACK AT THE *RIDER* HOUSE, SINCE THE PLACE WAS CRAWLING WITH *POLICE*--

--BUT *THIS* TIME, PUNK, THERE'S NOTHING THAT WILL *SAVE* YOU FROM MY *WRATH!*

WHUMP!

*AND, A SHORT WHILE **LATER**, THE HIDDEN **SEA-HATCH** BENEATH MONTAUK'S LIGHTHOUSE SLIDES **OPEN** ONCE MORE--*

*--AS AIM'S REMARKABLE **HYDRO-CRAFT** STRIKES A COURSE FOR THE OPEN **SEA**...*

*...CARRYING WITH IT, TWO RATHER RELUCTANT **PASSENGERS!***

THERE'S STILL TIME TO CHANGE YOUR *MIND*, Y'KNOW.

SILENCE, DOLT!

THE ONE CALLED *PHOTON* HAS LEFT YOUR DISPOSITION IN *OUR* HANDS--

--AND WE OF *AIM* TAKE CONSUMMATE *PRIDE* IN OUR *WORK!*

RELEASE THE *ANCHOR*, MEN-- AND BID TWO YOUNG FOOLS *GOOD-BYE!!*

BETTER GRAB A DEEP *BREATH*, JET-HEAD! WE'RE GOING FOR A GOOD LONG...

GLUPEF!!

SWELL! UNLESS WE CAN BREAK THESE HEAVY CHAINS, WE'RE SUNK... LITERALLY!

I'VE HAD PLENTY OF PRACTICE HOLDING MY BREATH FOR EXTENDED PERIODS--

--BUT I'M AFRAID A NEWCOMER LIKE NOVA DOESN'T HAVE A PRAYER!

GOOD THING THIS ALIEN COSTUME CONTAINS ITS OWN RECYCLING AIR SUPPLY!

WHEN WE HIT THE WATER, ITS PLEXIGLASS SHIELD SLID DOWN INTO PLACE!

CAN'T WASTE TIME! HAVE TO START THIS ALONE--

--AND HOPE NOVA REALIZES WHAT I'M DOING!

HUH? SPIDEY'S STRAINING AGAINST THE CHAIN--

THAT'S IT, JET-HEAD-- WORK AGAINST ME! LET'S KEEP THESE CHAINS PULLED TIGHT AGAINST THE ANCHOR-SHAFT--!

THEN--IF OUR RIB CAGES DON'T GIVE OUT FIRST--WE MIGHT HAVE A FIGHTING CHANCE!

THAT MAN'S SOME KIND OF HERO! HIS LUNGS MUST BE CLOSE TO BURSTING--

--BUT HE KEEPS TRYING!

CAN'T KEEP THIS UP... MUCH LONGER! EVERYTHING'S STARTING...TO GO BLACK...

SPIDEY'S WEAKENING--I CAN FEEL IT! I'VE GOT TO HELP HIM BREAK FREE!

LUNGS ALMOST EMPTY...! GOT TO PUT...EVERYTHING I HAVE...INTO ONE LAST ATTEMPT...

COME ON, SPIDEY! WE CAN DO IT-- WE HAVE TO!!

BUT EVEN AS THE WEB-SLINGER'S WORLD GROWS DEATHLY DARK...

SPANG!

SPING!

W-WE DID IT... BUT I'LL NEVER MAKE IT...BACK TO THE SURFACE... IN TIME...

BUT...

HANG ON, SPIDEY! I'LL GET YOU TO *SHORE* IN A *SECOND!*

TH-THANKS, PAL! I...I'D NEVER HAVE MADE IT *WITHOUT* YOU.

AH, *SURE* YOU WOULD'VE! THAT'S WHAT SUPER-HEROING IS ALL *ABOUT*, RIGHT?

*AND WHEN OUR SOGGY STALWARTS HAVE CLEARED THE **WATER** OUT OF THEIR EARS...*

I THINK WE OUGHT TO TAKE A *BREAK* FOR A MINUTE WHILE WE *DRY OFF*--

--AND TRY TO PIECE THIS JUMBLED JIGSAW PUZZLE *TOGETHER!*

OKAY, THEN WHAT SAY WE *RECAP* WHAT WE *KNOW*?

IT'LL TAKE A LOT LESS TIME THAN LISTING WHAT WE *DON'T* KNOW.

WELL, *FIRST* OFF, I'D SAY WE CAN ELIMINATE *MICHAEL LINCOLN* AS PHOTON.

THERE'S NO WAY *HE* COULD'VE GOTTEN HERE FROM DR. RIDER'S HOUSE AS QUICKLY AS *WE* DID!

AND THAT COLLEGE GUY *PETER PARKER* WAS WITH *ME* THE SECOND TIME PHOTON STRUCK--SO THAT LETS *HIM* OUT!

WHICH LEAVES *DEAN*...*DAZE*... AND *RISK!* THEY WERE ALL AT THE *LIGHTHOUSE* WITH US--AND THEY HAVE THE THREE STRONGEST *MOTIVES!*

WELL, I'VE NEVER TRUSTED *DAZE* MUCH! HE SAYS HE WAS *SHOT* BY PHOTON JUST LIKE *PARKER* WAS--

--BUT PARKER HAS A *CUT* ON HIS FOREHEAD, AND DAZE HAS ONLY A *BRUISE!*

SOMETHING'S FISHY ABOUT *DEAN'S* STORY *TOO!* HE SAYS HE RUSHED TO THE POLICE ONLY A *MINUTE* AFTER PHOTON FIRST STRUCK--!

YEAH--BUT EVEN IF HE DIDN'T EXCEED THE *SPEED LIMIT*, HE SHOULD'VE GOTTEN THERE IN A LOT LESS TIME THAN IT *TOOK* HIM!

THE ONE WE KNOW THE *LEAST* ABOUT IS *RISK*--AND I WOULDN'T TRUST *HIM* AS FAR AS I CAN *BOUNCE* HIM!

LOOKS LIKE THE *ANSWERS* ARE ALL WAITING BACK AT THE *RIDER HOUSE*--

--AND, IF WE GET A *MOVE ON*, WE MAY EVEN BE ABLE TO BEAT *AIM* THERE!

*BUT, DESPITE THE HUMAN ROCKET'S INCOMPARABLE **SPEED**...*

BLUE BLAZES! THEY'RE LAYING *SIEGE* TO THE PLACE!

AGENT-PRIME--LOOK TO THE *SKY!*

YOU CAN *LOOK* ALL YOU WANT TO, CAN-DOMÉ--

--BUT ALL YOU'RE GONNA *SEE* ARE *STARS!!*

BROK!

THWIP!

SPAK!

THAT'S ASSUMING THEY CAN SEE *AT ALL*, NOVA--

--WITH THEIR FACES FULL OF *WEBBING!*

STOP THEM, YOU FOOLS! THIS TIME WE WILL MAKE *CERTAIN* OF THEIR DEATHS!

ATTENTION, EVERYONE AT THE *RIDER HOUSE!* THIS IS THE *SUFFOLK COUNTY POLICE!*

YOU ARE *ALL SURROUNDED!* THROW DOWN YOUR *WEAPONS*--AND COME FORTH WITH YOUR HANDS *UP!*

CAPTAIN STEELE AND HIS MEN ARE *WELL-PROTECTED*, WEB-SPINNER--

--AND WE'VE GOT OUR *OWN* PROBLEM TO WORRY ABOUT!

IT'S *PHOTON!!*

ARROGANT *DOLT!* WE OF *AIM* SHALL NEVER *SUBMIT* TO SUCH AS *YOU!*

FOR THE GLORY OF *AIM*--*SLAY THEM!!*

CRIPES! THEY'VE FORGOTTEN ALL *ABOUT* US!

C'MON, JET-HEAD-- WE'VE GOT TO HELP THE *POLICE!*

AFTER HIM, NOVEY-- WE'RE NOT GONNA LOSE HIM *AGAIN!*

AND, MOMENTS LATER, DOWN IN THE RIDER GAMEROOM...

NOVA?! SPIDER-MAN?! WH-WHAT ARE YOU DOING HERE?

BLUE BLAZES! IT'S MY DAD! HE MUST'VE GOTTEN HERE JUST BEFORE AIM SHOWED UP!

ER-- MR. RIDER, YOU'D BETTER GET TO SAFETY AS QUICK AS POSSIBLE, SIR.

THERE'S A DANGEROUS MURDERER ON THE LOOSE HERE AND...

...AND HE HOLDS THE LIFE OF THIS UNWITTING FOOL IN HIS HANDS!

WHAT--? WHO ARE YOU?

THE NAME IS PHOTON, MISTER--

--AND UNLESS YOUR FRIENDS PUT UP THEIR HANDS, YOU'RE A DEAD MAN!

EASY, ACE-- THEY'RE UP!

YEAH, PHOTON, I'VE PUT MY HANDS UP--

--BUT MY WHOLE ENTIRE BODY JUST NATURALLY WENT ALONG WITH 'EM!

BLAST! HE'S MOVING TOO FAST!

I CAN'T GET A BEAD ON HIM!

THAT'S THE IDEA, CHUCKLES! NOVA DISTRACTED YOU JUST LONG ENOUGH--

--FOR ME TO PUT THE SNATCH ON YOUR CAPTIVE!

AND WITHOUT MISTER RIDER UNDER YOUR GUN, BUSTER--

--THERE'S NOTHING THAT CAN STOP ME FROM TOTALLING YOU!!

POW!

UUNFF!!

WELL, THERE HE *IS!* THE ONLY *QUESTION* LEFT IS-- *WHO* HE IS!

I'M SURPRISED YOU HAVEN'T FIGURED THAT *OUT* YET, JET-HEAD! THE CLUES HAVE BECOME *OBVIOUS!*

SO GO *AHEAD*, WALL-CRAWLER-- *DAZZLE* ME WITH YOUR *BRILLIANCE!*

WELL, TO *BEGIN* WITH, OUR MAN CLAIMED THAT PHOTON MELTED HIS WAY *INTO* THIS HOUSE--

--BUT THE SOLIDIFIED *SLAG* BENEATH THE HOLE IN THE WALL SHOWS THAT PHOTON HAD ACTUALLY MELTED HIS WAY *OUT!*

YEAH, I NOTICED THAT *MYSELF*-- BUT WE ALREADY *KNOW* PHOTON WAS ONE OF THREE *INSIDERS!* SO *WHAT?*

SO WHEN CAPTAIN STEELE ARRIVED HERE WITH RICHARD RIDER, OUR MAN TOLD HIM THAT PHOTON HAD HEADED FOR THE *LIBRARY*--

--EVEN THOUGH THERE WERE *SEVERAL* ROOMS ALONG THAT HALLWAY THAT PHOTON COULD HAVE DUCKED INTO!

FACE IT, BRIGHT-EYES-- THERE WAS ONLY *ONE* PERSON PHOTON *COULD* BE!

AND YOU'RE *RIGHT*, WEB-SLINGER-- EVEN THOUGH YOU MISSED THE MOST *OBVIOUS* CLUE OF THEM *ALL!*

CAPTAIN *STEELE!* THEN THE *AIM* AGENTS ARE...?

ALL UNDER *LOCK AND KEY*, SON-- AND OUR OTHER TWO *SUSPECTS* AS WELL!

SO CUT THE SUSPENSE AND *TELL* US-- *WHAT* CLUE?

THE FACT THAT DOCTOR RALPH RIDER WAS COMPLETELY CAPTIVATED BY *WORD GAMES!*

HERE, LOOK CLOSELY AT THIS *PHOTO*...

...AND NOTE THE *CALENDAR PAGES* THE DOCTOR IS TOUCHING!

THEY'RE *JULY* THRU *DECEMBER*-- THE LAST SIX MONTHS OF THE *YEAR!*

JULY
AUGUST
SEPTEMBER
OCTOBER
NOVEMBER
DECEMBER

IT'S IRONIC THAT THE *FIRST LETTER* OF EACH MONTH SPELLS OUT J...A...S...O...N...D...

PHOTON IS ANOTHER NAME FOR... *JASON DEAN!!*

NEXT ISSUE:

TWO SUPER-THREATS FOR THE PRICE OF *ONE!* FIRST, THE SKATE-BOARDING PSYCHO CALLED *ROCKET RACER*, AND THEN...

THE FIEND FROM THE FIRE!

BE HERE!

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A BONUS-LENGTH SHOCKER!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

BILL MANTLO / WRITER | DON PERLIN / ARTIST | JIM MOONEY / INKER | B. PATTERSON / DON WARFIELD / LETTERER / COLORIST | ARCHIE GOODWIN / PLOT / EDITOR

SPAWN OF THE SPIDER

S-U-M-MERTI-I-IME, AN' THE LIVIN' IS EASY--OR SO THE SONG GOES.

VREEEEEE!

NOW TRY SINGING IT WITH WAILING POLICE SIRENS PROVIDING A CHORUS!

I KNEW THIS PEACE AND QUIET WOULDN'T LAST! WITH THE MERCURY TOPPING 98°--

--SOONER OR LATER SOMEBODY HAS TO POP HIS CORK AND DO SOMETHING ILLEGAL!

GUESS I'LL JUST SWING MY SWEATY SELF AFTER THEM--

--AND CHECK OUT WHAT ALL THE *FUSS* IS...A *DEMONSTRATION* AT *CITY HALL!*

LOOKS LIKE EVERY GROUP WITH A *GRIEVANCE* IS HERE TO SEE THE *MAYOR!*

AND IN THIS *HEAT* IT WON'T BE LONG BEFORE *PUSH COMES TO SHOVE!*

N.Y.P.D.

WAIT! I *RECOGNIZE* ONE OF THE *DEMONSTRATORS!* IT'S--

--AUNT MAY??!

FIGHT FOR SENIOR GREY PANTHERS

WHAP

MAY! WHAT ON EARTH--?

HEY, LADY! WHAT *GIVES?*

SHOW THEM THE *SPIRIT* OF A *GREY PANTHER,* MS. PARKER!

BUT--BUT SOMEBODY *PUSHED* ME AND I JUST... *TRIPPED!*

H-HOLY *HECK!* THEY-- THEY'RE *ARRESTING* MY AUNT MAY!

LET ME *GO,* YOU YOUNG *BULLIES!*

TELL IT TO THE *JUDGE,* GRANDMA!

HE GETS *PAID* TO *HEAR* IT!

KLUNK

WAP

POLIC TACTICA FORCE

CHARLEY--GET THAT *SIGN* AWAY FROM HER, WILLYA?

THOSE COPS AREN'T TRYING TO *HURT* HER--BUT HER *HEART*... IF SHE GETS *OVEREXCITED*--!

I'VE GOT TO--!

NOPE!

NEIN!

NYET!

HOLD IT, WEBHEAD!

IT'S NOT GOING TO *HELP* AUNT MAY IF NEW YORK'S *MOST WANTED SUPER-HERO*--

--JUMPS IN TO *SAVE* HER FROM A *LEGAL* ARREST!

IF I'M GOING TO *HELP* HER, IT'S GOTTA BE AS--

"--PETER PARKER!"

THEY JUST DROVE AROUND THE BLOCK TO *CRIMINAL COURT!*

BUT I HAD TO *STALL*-- WAIT UNTIL THE *NEWS* PICKED UP THE STORY--

--OTHERWISE PETER PARKER-- WHO WASN'T *AT* THE DEMONSTRATION-- WOULD HAVE A HARD TIME *EXPLAINING*--

--HOW HE *KNEW* ABOUT THE ARREST *AHEAD* OF--

TELEPHONE

MARY JANE! MRS. WATSON!

AUNT ANNA CALLED ME AS SOON AS IT *HAPPENED!* OH, PETER--

--I'VE BEEN TRYING TO *REACH* YOU FOR AN *HOUR!*

I WAS, ER--ON AN ASSIGNMENT WHEN I HEARD THE NEWS ON A PASSING CAR RADIO!

SOMETHING ABOUT A SENIOR CITIZEN FIGHTING OFF THE POLICE LIKE A TIGER!

I KNEW IT HAD TO BE AUNT MAY!

THAT'S NOT QUITE HOW IT WENT DOWN, LOVER! STARTED AS AN ACCIDENT, BUT WHEN YOUR AUNT THOUGHT THE COPS WERE OUT TO HURT THE YOUNGER PROTESTERS...

RM 204-233

SHE WADED IN, HUH, RED?

ALL RIGHT-- LET'S GO BRING HER HOME!

BUT, ONCE BEFORE THE JUDGE...

TWO HUNDRED DOLLARS BAIL! BUT THAT'S MORE THAN I'VE--

EXIT

GROANNNN! WILL YOU TAKE A CHECK, YOUR HONOR?

MAKE IT PAYABLE TO THE COURT CLERK-- AND SEE THAT IT DOESN'T BOUNCE!

PRISONER IS RELEASED INTO THE CUSTODY OF HER NEPHEW!

I'M SORRY IF I'VE CAUSED YOU ANY TROUBLE, PETER DEAR--BUT I DID WHAT I HAD TO!

ONE CAN'T MAKE AN OMELET WITHOUT BREAKING EGGS, YOU KNOW!

I... SUPPOSE NOT, AUNT MAY!

BUT ONE CAN'T PAY ONE'S RENT WITHOUT MONEY, EITHER--AND THAT CHECK WIPED ME OUT!

I'M BROKE-- BUSTED-- BANKRUPT!

YOU LOOK SO WORRIED, PETER! DON'T FORGET THE WORDS OF A GREAT MAN--

"--WE SHALL OVERCOME!"

ADVANCE??!

JUST ONE WORD, PARKER! OUT!

O-U-T!

OUT!

YOU WANT A HANDOUT, TRY THE SALVATION ARMY! THIS IS A NEWSPAPER, MISTER... AND WE'RE IN A SUMMER SLUMP!

YOU WANT MONEY... TAKE PHOTOS! BUT THEY BETTER BE PULITZER PRIZE STUFF--

--BECAUSE YOU'RE OVERSTOCKED WITH MY SUPER-HERO/SUPER-VILLAIN PICS! I KNOW, I KNOW, JONAH--!

--YOU GAVE ME THE SAME RAP LAST WEEK!

LATER...

JAMESON'S ALL HEART, IT JUST HAPPENS TO BE MADE OF STONE!

WELL, I HEAR THEY'RE SLEEPING IN THE SUBWAYS THESE DAYS!

NOT FUNNY, MJ!

NO?

NO!

SO WHY NOT COME WITH ME? I JUST GOT A JOB AS A CROWD-EXTRA IN A BIG-BUDGET HORROR FLICK!

"SPAWN OF THE SPIDER!" ART IT AIN'T, BUT IT'S FUN--

NO PARK ANYT

--AND IT'LL HELP TAKE YOUR MIND OFF POVERTY!

SO, A FEW HOURS LATER, HOLLYWOOD COMES TO NEW YORK WITH DELAZNY STUDIOS' LATEST PRODUCTION, "SPAWN OF THE SPIDER"!

MARY JANE WAS RIGHT ABOUT ONE THING--IT SURE AIN'T ART!

NOW, REMEMBER-- ALL YOU HAVE TO DO IS LOOK SCARED AND SAY "PEAS AND CARROTS" OVER AND OVER!

HUH?

YOU'RE EXTRAS, RED-- NOBODY'LL HEAR WHAT YOU'RE SAYING ANYWAY!

GET READY! HERE COMES--

..THE MAN-SPIDER! MENACE OF THE MASSES!

BLIFSGURGLE!

WOMEN FAINT AT THE SIGHT OF HIM! KIDS--AW, COME ON, LEROY--

--PUT A LITTLE MOXIE IN IT, WILLYA?

PEAS AND CARROTS, PEAS AND CARROTS, PEAS AND CARROTS, PEAS AND CARROTS...

YOU EXTRAS! LOOK SCARED, BLAST IT... SCARED!

POOR MARY JANE... SHE LOOKS MORTIFIED! BUT WHAT IF SHE KNEW HER BROWN-EYED BOYFRIEND ONCE SPORTED JUST AS MANY ARMS AS THAT STUNTMAN?*

I'D STILL HAVE THEM IF NOT FOR A BLOOD ENZYME FROM MORBIUS THE LIVING VAMPIRE!

*SEE MARVEL TREASURY #14, STILL ON SALE--ARCHIE.

MOVE ALONG THE LEDGE, LEROY! STOP FLAPPING YOUR ARMS!

TRY TO LOOK LIKE A SPIDER, NOT AN ACROPHOBIC ACTOR!

I-I CAN'T BREATHE IN THIS COSTUME, BARNEY.

CAN'T SEE TOO WELL EITHER!

F-FEEL LIKE I'M GONNA--

--F-FALL!

THE FIRE-ESCAPE, MAN! GRAB FOR THE--

GOT IT, BARNEY! BUT... THIS COSTUME MAKES IT HARD TO HANG ON!

SKRKK

B-BARNEY-- W-WHAT'S THAT SOUND...??

GOOD LORD--THE WALL OF THAT ABANDONED TENEMENT COULDN'T TAKE THE SUDDEN WEIGHT ON THE FIRE-ESCAPE!

DELAZNY

UNIT 1

THAT STUNTMAN HASN'T GOT A CHANCE! AND MOST OF THOSE AWED RUBBER-NECKERS COULD GET HURT TOO--

--UNLESS I CAN DITCH MY PETER PARKER DUDS UNDER THIS SOUND TRUCK--

DELAZ

UNIT 1

-- AND COME OUT SPIDER-MAN ON THE OPPOSITE SIDE!

WELL, I ALWAYS WANTED TO BE A STAR!

HEY! I JUST REALIZED--

--THAT FIRE ESCAPE BUSINESS AIN'T PART'A THE MOVIE!

WHO--WHO'S THERE? THE POLICE--??

JUST A RELATIVE, LEROY! NOW HANG TIGHT--

--'CAUSE I CAN'T SAVE YOU UNTIL OUR AUDIENCE DOWN BELOW STOPS GAWKING AND MOVES--

--BEFORE THIS THING FALLS!

A FAST APPLICATION OF SPIDER-STRENGTH AND THE FIRE-ESCAPE IS REANCHORED IN THE BRICK WALL... TEMPORARILY!

C-CLIMBING DOWN THE SIDE OF THE WALL--? YOU-YOU MUST BE SPIDER-MAN!

YOU'VE SAVED MY LIFE!

IF THAT'S AN ENDORSEMENT, I KNOW ABOUT 10,000 PEOPLE I'D LIKE TO SEND COPIES TO!

I'M BARNEY MULLER, WALL-CRAWLER--DIRECTOR OF THIS FLICK! YOU WERE TERRIFIC!

I WISH I KNEW HOW TO THANK YUH, WEBHEAD!

WEAR A COSTUME WITH WIDER EYE-SLITS NEXT TIME, LEROY!

UH-OH! LOOKS LIKE NOT EVERYONE'S GRATEFUL! IT'S KLEMMER--OUR SPECIAL EFFECTS MAN!

HE DESIGNED THE MAN-SPIDER SUIT!

IT WAS NOT THE SUIT THAT WAS AT FAULT--BUT THE INCOMPETENT WEARING IT!

ALL OF MY COSTUMES FOR 'SPAWN OF THE SPIDER' ARE TRIUMPHS OF ARTISTIC GENIUS!

IN THE HANDS OF ACTORS OF TALENT--

-- THEIR WEARERS CAN OUTPERFORM THAT RED AND BLUE PUBLIC MENACE!

YOU DON'T BY ANY CHANCE READ THE DAILY BUGLE, DO YOU?

KLEMMER, A MAN ALMOST DIED BECAUSE OF YOUR 'GENIUS'! GET OFF THIS SET...YOU'RE FIRED!

YOU WILL REGRET THIS, MULLER!

BARNEY--I KNOW I LEFT THE DECISIONS ON THIS FILM IN YOUR HANDS, BUT WE'RE ALREADY BEHIND SCHEDULE--

--AND HOPELESSLY OVER-BUDGET! AS YOUR PRODUCER, I'D SAY YOU NEED KLEMMER!

NOT ANYMORE, MR. DELIONATUS! OUR PROBLEMS ARE SOLVED!

EH? I'M AFRAID I DON'T SEE--?

THEN TRY TO IMAGINE THE MONSTERS OF 'SPIDER-SPAWN'--

--PLAYED BY A REAL LIVE SPIDER-MAN!

WHO, ME?!

I THINK YOU'VE GOT IT, BARNEY! IF ANYONE CAN BAIL US OUT-- YOU CAN, WALL-CRAWLER! HOW ABOUT IT?

I CAN DEFINITELY USE THE BREAD, BUT I'VE HAD HASSLES BEING PAID BEFORE BECAUSE SPIDER-MAN CAN'T CASH A CHECK...

UH...IF YOU CAN PAY ME IN CASH, IT'S A DEAL.

MISTER... YOU'RE ON!

THEN YOU'VE GOT YOURSELF A *STAR*, FELLA! SEE YOU BRIGHT AND EARLY *TOMORROW!*

I JUST HOPE YOU'RE NOT EXPECTING ANOTHER *SYLVESTER STALLONE!*

AND, AFTER DOUBLING BACK AT FIVE O'CLOCK AS PETER PARKER ONCE AGAIN...

HEY, TIGER--YOU MISSED ALL THE *EXCITEMENT!*

WHERE'D YOU *SPLIT* TO?

ALL THAT *PEAS AND CARROTS* STUFF MADE ME *HUNGRY*, MJ!

WELL, WHERE'D YOU *EAT*--IN A *GARAGE?* I MEAN, I'VE HEARD OF *GREASY SPOONS*, BUT--

GREASY--? OH, *NO!*

WHEN I DOVE UNDER THAT *TRUCK* TO SWITCH TO MY *COSTUME*--!

WONDER IF THE *HUMAN TORCH* HAS DAYS LIKE *THIS?*

BUT IF PETE THINKS THE DAY HOLDS PROBLEMS, HE SHOULD BE IN A CERTAIN FILM COMPANY WAREHOUSE AS NIGHT FALLS...

WELL...WE'RE *HERE*, MISTER.

AN' *ITCHIN'* TA FIND OUT WHY YA *RECRUITED* US!

ME, I DON'T *CARE*--LONG AS THE *PAY'S* GOOD!

MONEY IS NOT *ALL* I AM OFFERING! YOU THREE WERE *MASTER CRIMINALS* COMBINING YOUR *TALENTS*--

--AS A *STRONGMAN, ACROBAT* AND *TUMBLER*;-- UNTIL *SPIDER-MAN* PUT A *STOP* TO YOUR ACTIVITIES!

YEAH--WHAT I WOULDN'T *DO* TO GET *EVEN* WITH THAT BLASTED *WALL-CRAWLER!*

THEN HERE IS YOUR CHANCE, GENTLEMEN!

FOR, WITHIN THOSE CRATES LIES... POWER!

ENOUGH TO HANDLE THAT WEB-HEADED VIGILANTE -- OR ANYONE ELSE!

YOU JOKIN', MAN? NUTHIN' HERE BUT--?!

COSTUMES--PROPS THEY CONSIDERED TOO DANGEROUS TO USE IN COMPLETING 'SPAWN OF THE SPIDER'!

AND, YOU KNOW--BEFORE YOU THREE ARE FINISHED--

--YOU JUST MAY PROVE THEM RIGHT!!

HEY! THESE THINGS WORK LIKE AN EXTRA-SKELETON! MAKE YUH FEEL--

--STRONG! REAL STRONG!

LIKE EVERYTHING WE WERE HAS BEEN MAGNIFIED!

WITH THESE COSTUMES-- THESE WEAPONS-- AIN'T NUTHIN' CAN STOP US!

THEN GO FORTH, MY SPIDER-SQUAD! FOR MY REVENGE-- AND YOURS!

DAYLIGHT AT BATTERY PARK...

ALL RIGHT, PEOPLE-- LET'S GET THOSE CAMERAS SET UP!

TODAY WE CUT THE ACTION-SHOTS ON 'SPIDER-SPAWN!'

WHILE IN THE MOBILE MAKE-UP VAN...

...THE HEROINE SCREAMS... YOU CRAWL CLOSER DOWN THE WALL, THEN--

I SAY 'BLIFISGURGLE' AND FALL OFF A LEDGE, RIGHT?

IT SEEMS SUCH A SHAME TO COVER THAT CUTE MASK--

--WITH THIS ONE!

SUDDENLY...

WHAT THE HEY--?! SOMETHING'S HIT THE VAN!

IN MANHATTAN? BARNEY--YOU'VE GOTTA BE KIDDING! BUT MY WEBBING WILL CUSHION YOUR FALL--

THIP

THWIP

--WHILE I CLIMB OUT WHAT USED TO BE THE SIDE DOOR AND--

WE'RE TIPPING OVER!!

IT--IT MUST BE AN EARTHQUAKE!

WHOM

--HUH?? IT--IT CAN'T BE! I'VE GOTTA BE DREAMING!

BUT YOU'RE **NOT**, WEBHEAD--UNLESS IT'S A **COLLECTIVE NIGHTMARE** SHARED WITH THE FRIGHTENED **FILM CREW** HUDDLED BEFORE THE EIGHT GRANITE STELAE OF THE **EAST COAST WAR MEMORIAL!**

N-NOO!

KRASH

OFF, LITTLE MAN! THIS IS THE *FINAL* TAKE!

IT-IT'S A WHOLE BLAMED *SPIDER-SQUAD*--

-- AND THEY'RE *TEARING UP THE LANDSCAPE!*

WELL, CRAB-CLAWS-- I'M BETTING YOU TIPPED THE MAKE-UP VAN--

--AND SINCE YOU SEEM TO BE THE TEAM MUSCLE-- I'M TAKING YOU OUT FIRST!

WHAK!

GNNFF!

THE HARDER THEY COME, THE HARDER THEY FALL! PUT UP THAT PENKNIFE--

--YOU ARACHNID ERROL FLYNN!

THWIP

THNJK

T-THOSE COSTUMES! AREN'T THEY--?

YEAH--THE ONES KLEMMER MADE!

HE SAID HE'D GET EVEN!

KEEP YAPPIN', WEBHEAD--BUT IN A SECOND YOU'RE GONNA FIND OUT THESE SPIDER-SUITS AIN'T JUST FOR SHOW!

HIS... SUIT MUST BE A POWERFUL EXO-SKELETON! I'M PINNED!

SIX DIFFERENT WAYS!

NOW, JUNIOR--WHILE I HOLD HIM! USE YOUR STINGER ON THE WALL-CRAWLING FREAK--

--AND WE'LL BE HEROES IN TOMORROW'S BUGLE!

SWISH

AGGHHH!

YA LET HIM PULL-BACK! I ONLY GRAZED HIM!

WRAK!

ONLY'S PLENTY, PIPSQUEAK--

--CAUSE YOU WENT AND MADE ME MAD... UNHHH!

WHOM

BIG DEAL, PUNK-- YOU'RE THROUGH AN' YOU KNOW IT!

GOT ME...FROM BEHIND! SPIDER-SENSE... FAILED...ME!

BLOW SHOULDN'T HAVE...HURT--BUT SO...DIZZY!

OF--OF COURSE! SWORD-STINGER...MUST'VE BEEN...DRUGGED!

G-GETTING AWAY! GOT--GOT TO TRY... AND STOP THEM!

HEY, FELLA-- ARE YOU ALL RIGHT?

S-SURE! R-RIGHT AS... R-RAIN!

EXCEPT...MY CHEST FEELS LIKE IT'S ON FIRE...AND MY HEAD IS...EXPLODING!

CRIPES! HE'S STILL COMIN'!

GOOD THING THE BOSS HAD THIS BOAT WAITING!

B-BLACKING OUT! HAVE TO GO...BY SOUND OF THE...ENGINES!

A-AND...H-HOPE I D-DON'T MISS!

HE'S MAKIN' A DIVE FOR IT!

LET HIM! WITH THAT POISON IN HIS SYSTEM, HE DON'T STAND A CHANCE OF STOPPIN' US--

--OR OF KEEPING HIMSELF FROM DROWNING!

SPLASH!

SILENCE...THEN UNBROKEN WATER--

--AND LONG MOMENTS LATER...

M-MADE IT! POISON... WOULD'VE KILLED... ANYONE ELSE!

BUT SPIDER-STRENGTH SAVED ME!

NOW IF I CAN JUST SHAKE ALL THE LITTLE BIRDS OUT OF MY BRAIN...!

TAKE IT *EASY*, FELLA-- YOU LOOK *WASTED!*

Y-YOU MIND WRITING ME A *PASS*, TEACHER? I'M GONNA HAVE TO BE *EXCUSED!*

BUT YOU *CAN'T--!*

DO YOU *KNOW* WHAT LOSING ANOTHER *DAY* WILL *COST* ME?

COST *YOU*, DELIONATUS?! MY REPUTATION AS A DIRECTOR IS GOING DOWN THE *SINK* WITH THIS FLICK! IF I COULD *QUIT--*

YOU SIGNED A *CONTRACT* AND I'M *HOLDING* YOU TO IT!

AS THE ARGUMENT CONTINUES, SPIDEY HEADS FOR HOME AND REST! SO, BY EVENING...

POISON'S OUT OF MY SYSTEM--

--AND MY COSTUME'S *FIXED.*

THERE'S NOTHING STOPPING ME FROM *CHECKING OUT--*

--AN *IDEA* THAT OCCURED TO ME AS I DID SOME *BACKGROUND READING* ON 'SPAWN OF THE SPIDER' WHILE RESTING.

THERE OUGHT TO BE SOME *ANSWERS* ABOUT TODAY'S TROUBLE *HERE--*

--THE HOTEL ROOM OF *KLEMMER*, THE FIRED SPECIAL EFFECTS MAN WHO *DESIGNED* THOSE SPIDER-SUITS!

UH-*HUH!* SPIDER-SENSE IS *TINGLING* AWAY! MY HUNCH WAS *RIGHT--*

--THAT SPIDER-SQUAD IS HERE

SKTRASH!

WHAT THE--?! HOW'D HE SEE US IN THE DARK??!

I SENSED YOU, GRUESOME--

--SOMETHING YOU PSEUDO-SPIDER-MEN--

SHBAM!

--JUST AREN'T CAPABLE OF!

AMONG OTHER THINGS!

MAYBE YOU COULD TAKE OUT THEM OTHER TWO CLOWNS--BUT WITH THE POWER THIS OUTFIT GIVES ME... MY CLAWS'LL BREAK YOUR NECK!

WASN'T EXPECTING HIM! DIDN'T THINK ANYONE SO CLUMSY COULD MOVE SO FAST!

BUT IF HE...UNHH... THINKS I'M JUST GONNA...*STAND* HERE--

--WHILE HE MAKE LIKE A... HUMAN *NUTCRACKER*--

--THEN HE'D BETTER ...UNHH...THINK--

--*AGAIN!* I DID IT! I *BROKE* HIS *GRIP!*

HEY, YUH-- YUH *CAN'T* DO *THAT!!*

I'VE GOT *NEWS* FOR YOU, DUMBO--

--THAT WAS JUST THE *START!*

TROOM

THIS SET-UP WAS FINE AS A *SURPRISE AMBUSH*, SPIDER-MAN--

--BUT SINCE YOU WERE *READY* FOR US...

HEY, *WHAT*--?!

THWIP

WEBBING, PAL! MAYBE NOT AS *GOOD* AS *YOURS*--

--BUT GOOD *ENOUGH* TO KEEP YOU *BUSY* WHILE WE GET *OUTTA HERE!*

THIS *GLOP* IS BLINDING...SLOWING ME DOWN--

--BUT CATCHING THOSE THREE YO-YOS IS ONLY *HALF* THE GAME!

WITH A *SPIDER-TRACER* ON THEIR *GETAWAY CAR*--

--THEY'LL LEAD ME RIGHT TO THE *BRAINS* BEHIND THIS OPERATION!

THE MAN WHO WANTS *'SPAWN OF THE SPIDER'* STOPPED--

--BADLY ENOUGH THAT HE'S WILLING TO SMASH *YOURS TRULY* TO DO IT!

AND, JUST OVER AN HOUR LATER...

HOO BOY! IF I'D KNOWN I'D HAVE TO *SWING* ALL THE WAY UP TO *YONKERS*...

WAIT! THEY'VE *STOPPED* AT LAST--BY THAT *ABANDONED FARM!*

THE SPIDER-SQUAD WENT INTO THIS OLD SILO BY A DOOR AT THE BASE!

MY GUESS IS THAT THEY'RE SUPPOSED TO WAIT HERE TO RECEIVE FURTHER INSTRUCTIONS!

WELL, THEY WON'T BE THE ONLY ONES WAITING--

THWIP!

NOT WHEN THEIR SCHEME TO WRECK "SPAWN OF THE SPIDER" COULD COST ME MY RENT MONEY!

SPIDER-SENSE IS TINGLING LIKE CRAZY AGAIN! MAYBE BECAUSE

RIGHT! THE BIG BOSS HAS ARRIVED--

--MAKING OUR GRUESOME THREESOME A FOURSOME! WELL--

--FIVE IS BINGO!

HEADS UP, BOZOS! HERE COMES THE AMAZING SPIDER--

..GLITCHHH!

W-WEBBING-- MIDWAY DOWN THE SILO! STICKY-- STRONG--

--AND I JUMPED RIGHT INTO IT!

HA! DIDN'T THINK YOU'D SENSE THAT IN TIME TO AVOID IT, HOTSHOT! STRUGGLING ONLY TRAPS YOU MORE--

--AND, IN THE MEANTIME, WE'VE GOT YOU RIGHT WHERE WE WANT YOU!

DON'T WASTE TIME TALKIN'! SINCE OUR SUITS ARE SPECIALLY-TREATED SO THAT GLOP CAN'T STICK TO 'EM--

--LET'S GET UP THERE AN' GET HIM!!

YEAH-- AN' THIS TIME FOR KEEPS!

IS THIS HOW IT ENDS? TRAPPED WITH ONE OF MY OWN TECHNIQUES BY AN OFF-THE-WALL TRIO OF MEDIOCRITIES??

JUST HOLD THAT *POSE*, WALL-CRAWLER!

OH, *I'M* NOT *MOVING*, JUNIOR--

--'CAUSE IN *THIS POSITION* YOU'RE RIGHT IN *LINE*--

--WITH MY *WEB-SHOOTER!*

THWACK!

THWIP!

I'M GETTIN' *TIRED* OF YUH KNOCKIN' US *DOWN* LIKE WE WAS *BOWLIN' PINS*, WEBHEAD!

THEN QUIT SETTING YOURSELVES *UP*, MUSCLE-BRAIN-- *UNHH!*

KWAK!

THAT *DID IT!* YUH *MOUTHED OFF* JUST ONCE TOO *OFTEN!* I'M GONNA *PULP YUH* WITH MY BARE *HANDS!*

BARE--UNGHH-- *CLAWS*, YOU MEAN!

KTAM!

BUT RATHER THAN WORK ON YOUR *GRAMMAR*, I THINK I'LL CORRECT YOUR *POSTURE*--

--BY *LAYING YOU OUT!!*

THE DECK'S ALL STACKED IN *OUR FAVOR* THIS TIME, SPIDER-MAN!

WE CAN *MANEUVER--ATTACK--* AND *FINISH YOU OFF--* AND ALL *YOU* CAN DO IS *TAKE IT!*

FTAM!

:UNNHHH!:

KEEP *GROANIN'*, PUNK--

--IT'S *MUSIC* TO MY... *HEY!* YUH *MOVED!*

I BARELY *HIT YUH!*

THAT'S *RIGHT*, CLYDE--

--I LET *YOU* PROVIDE ME WITH THE *MOMENTUM* I NEEDED TO SWING MYSELF *FORWARD--*

--AND DO THIS!

KA-TROOM!

HE--HE WASTED THE STRONGMAN!

BUT WHAT'S HE DOING NOW--?

JUST WATCH CLOSELY, BOYS--

--AND ALL WILL BE MADE CLEAR!

HIS ARMS STILL STUCK TO THE STRENGTHENED ADHESIVE WEBBING-- SPIDEY STARTS SWINGING--

--FROM SIDE TO SIDE, BACK AND FORTH, HIS SPEED INCREASING--

--UNTIL...

SNAP!

KRAKLE!

POP!

ALL RIGHT, CLOWNS! IT'S *YOUR TURN!*

I'VE *FREED* MYSELF FROM YOUR *WEB*--

--AND NOW I'M PULLING DOWN THE *WORKS!*

WE-WE'RE *SNARED* IN OUR OWN *TRAP!*

MY *STINGER!* NOW WE CAN'T EVEN *CUT* OUR WAY *OUT!*

:UNGHHH:

AH, I CAN SEE *CRAB-CLAWS* IS WAKING FROM HIS *BEAUTY SLEEP!*

WAM!

TOO BAD IT DIDN'T *HELP*, THOUGH--

--'CAUSE YOU'RE JUST AS *UGLY* AS WHEN I PUT YOU OUT THE *FIRST* TIME!

BWAM!

NOW TO SEE IF MY *THEORY* CHECKS OUT...THE *SPIDER-SUITS* WERE DESIGNED BY *KLEMMER*, THE SPECIAL EFFECTS MAN--

--WHO *KNEW* THEY NEED *'TALENT'* TO BE PROPERLY WORKED! HE ALSO HAD *PRIDE* IN HIS CREATIONS AND--

HOLD IT!

SOMETHING *STIRRING* UNDER THE *HAY!*

:UUUHHHHHE

KLEMMER! AND HE'S BEEN *DRUGGED!* SOMEONE MUST HAVE *WANTED* HIM UNDER SUSPICION AND KEPT HIM ON ICE *HERE* WHILE THEY UTILIZED HIS *COSTUMES* FOR THE SPIDER-SQUAD!

BUT IF *KLEMMER'S* NOT MY MAN, WHY WAS THE SPIDER-SQUAD IN *HIS* HOTEL ROOM TONIGHT WHEN I--

TO LURE YOU INTO THIS TRAP, MY DEAR WATSON!

ONLY--WHOEVER'S *BEHIND* THIS COULDN'T BE *CERTAIN* THOSE THREE WOULD DO ME IN. AFTER ALL, OUR ONLY *PUBLIC* CLASH WAS A *DRAW...*

THE GUY'S BEEN A *SHREWDY* UP TILL NOW. I CAN'T BELIEVE HE'D TAKE THIS *CHANCE* UNLESS--

I THINK I'VE WAITED *LONG* ENOUGH.

EVEN IF THOSE FOOLS HAVEN'T *FINISHED* SPIDER-MAN, HE'S BEEN KEPT WELL *OCCUPIED*, SO I CAN DO--

--*THIS!*

BRZZ

IN ONE SWIFT *STROKE*, ALL WITNESSES AND POSSIBILITY OF FUTURE *BLACKMAIL*--

BUHWHOOM!

--ARE *ELIMINATED!*

THUS, KLEMMER AND HIS THREE COHORTS APPEAR TO HAVE KILLED *THEMSELVES* WHILE TRYING TO DO AWAY WITH *SPIDER-MAN.*

WHILE I--*ANTON DELIONATUS*--WILL REGRETFULLY *CANCEL* "SPAWN OF THE SPIDER"...

--CONVENIENTLY *ESCAPING* A LOSING BUSINESS DEAL, WHILE COLLECTING *INSURANCE MONEY* ON DAMAGE DONE BY THE *SPIDER SQUAD!*

IRONIC! KLEMMER'S CREATIONS HELPED *ME* MORE THAN THEY DID *HIM!*

NOT *QUITE*, MR. BIG-SHOT PRODUCER! I ADDED *HIS* WEBBING TO *MINE*... AND WAS ABLE TO HAUL *EVERYONE* CLEAR OF THE BLAST!

SPIDER-MAN!

A HAND DARTS FOR A *GUN* CONCEALED IN THE GLOVE COMPARTMENT... AND *DOESN'T* MAKE IT!

NO DICE, SHIFTY! YOUR *NEXT* PRODUCTION'S GOING TO BE FROM A *PRISON CELL!*

KAWRAM!

EVEN IF THAT MEANS *I'M* OUT OF WORK!

SO, THE NEXT DAY, IN FRONT OF A CERTAIN CHELSEA SECTION APARTMENT BUILDING...

NO USE! NO MATTER *HOW MANY* STORIES I THINK UP FOR THE LAND-LADY, THEY ALL *END* THE SAME WAY... *NO RENT MONEY!*

MAY AS WELL GO IN AND *CONFESS*--

YOO HOO! *PETER, DEAR!*

HUH? *AUNT MAY! MARY JANE!* WHAT--?

JUSTICE HAS *PREVAILED*, DEAR! THE CITY DECIDED *NOT* TO PRESS CHARGES.

AND *REFUNDED* THE BAIL MONEY, TIGER!

WHO *SAYS* THE ONLY LUCK SPIDER-MAN HAS IS *BAD?!*

THE END

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

CHAOS AT THE COFFEE BEAN!

RECOGNIZE THE **CREAKING FURNITURE**, FAITHFUL ONE? CATCH THE **CAFFEINE AROMA** WAFTING THROUGH THE AIR, AND YOU'LL KNOW WE'RE IN EMPIRE STATE UNIVERSITY'S UNOFFICIAL **HANGOUT**-- THE **COFFEE BEAN BARN!**

BUT WE HAVE ONE HECKUVA **HUNCH** THAT THE WEAPON-WIELDING MASKED MAN SPRAYING THE AIR WITH LEAD DIDN'T STOP BY FOR **JAVA!**

BRATTA-TATATTA!

OH, WOW! WHAT A DAY FOR MARY JANE TO WAX *NOSTALGIC!*

NEL

NOBODY MOVES AND EVERYBODY LIVES! UNDER-STAND?

SCOTT EDELMAN
SCRIPTER

JOHNNY ROMITA, JR.
DEBUT PENCILER

AL MILGROM
INKS

JOE ROSEN, LETTERER

NEL YOMTOV, COLORIST

ARCHIE GOODWIN
EDITOR

HOW DID PETE AND MARY JANE BECOME PART OF THIS TABLEAU OF TERROR? ONLY HALF AN HOUR AGO...

SHEESH! YOU WERE *RIGHT*, MJ!

AREN'T I *ALWAYS*, TIGER?

I FIGURED IT'D BE REPLACED BY SOMETHING LIKE "*MADAME NADIA'S FORTUNE-TELLING EMPORIUM*" BY NOW!

JUST 'CAUSE *YOU* HAVEN'T HAD A DECENT CUP OF *CAPUCCINO* IN AGES--

--DOESN'T MEAN THAT THE *REST* OF THE WORLD'S OUT OF TOUCH!

BUT, MARY JANE--!

NO BUTS! YOU DIDN'T THINK I WAS GOING TO WALTZ *AWAY* BEFORE WE CHECKED FOR--

"--*FAMILIAR FACES*?!"

I DON'T *BELIEVE* IT, PETER. THAT'S *PAUL CASSIDY* FINGERING THOSE FRETS. HE'S BEEN PLAYING THIS PLACE SINCE *DAY ONE* IT SEEMS!

AND AFTER WE HAD HIM PEGGED AS THE NEXT *BOB DYLAN*!

HEY, MJ! WHY COME YOU HITHER TO THIS HALLOWED HALL OF *HOOPLA*?

CALL IT AN ACT OF FAITH. HEY, I'D LIKE YOU TO MEET MY *MAN*, PETER PARKER.

PARKER, HUH? USED TO HANG OUT HERE, RIGHT?

I USED TO *SIP* THE EXPRESSO WITH THE *BEST* OF 'EM!

WHEN I WASN'T OUT *SAVING THE WORLD*, THAT IS!

I'M GLAD YOU TWO CATS HAPPENED BY 'CAUSE I'VE GOT *GREAT* NEWS! I PICKED UP A *NEW* MANAGER WHO'S GONNA PUT *THIS* OL' *WAILER* ON THE MAP!

YOU'LL BE ABLE TO SAY YOU KNEW ME *WHEN*, FRIENDS!

I'D LOVE TO SEE HIM STARING OUT AT ME FROM AN *ALBUM COVER*, PETER!

I'D SETTLE JUST FOR *YOUR* LONGING GAZE, MARY JANE!

WHY, *PETER*--!

A TENDER SCENE--HARSHLY INTERRUPTED--

--WHICH BRINGS US TO THE TERRIFYING PRESENT...

THIS GUNMAN MEANS *BUSINESS*, AND MARY JANE'S IN THE LINE OF *FIRE*!

WHY'D HE PICK *THIS* PLACE, ANYWAY?

IF I CAN JUST SHUFFLE OFF TO THE BACK ROOM--

FREEZE, PUNK!

THAT CANS THAT IDEA!

NOW, LISTEN-- I DON'T WANT TO HURT ANYBODY--

--SO JUST DOARRGGGHH!

THUH-WANGG

WILLYA LOOKIT THAT!

THAT CASSIDY CAT IS SOME MEAN DUDE!

I'LL SAY! IT TOOK A LOT OF GUTS TO TOSS THAT GUITAR!

AND IT GAVE ME JUST THE OPENING I NEED TO SAVE THIS SCENE BEFORE THINGS GET TOO ROUGH!

ALL RIGHT, KILLER! THE MASQUERADE IS OVER!

NO WAY!

BRATATATAT!

THAT WAS A DUMB MOVE, WISE GUY!

I HOPE NOBODY WHO CAN ADD TWO AND TWO SAW PARKER DISAPPEAR--

--'CAUSE IF SPIDEY DOESN'T MAKE HIS STAND NOW--

--THIS REUNION MIGHT JUST TURN INTO A WAKE!

GET *UP*, CLOWN! SINCE YOU'RE SO *BRAVE*, I'LL USE *YOU* AS MY *HOSTAGE!*

EVERYBODY TOSS YOUR VALUABLES TO THE PUNK MUSICIAN -- *FAST!*

SOON...

DON'T GET ANY MORE *BRIGHT IDEAS*, KID, OR I'LL *BLAST* YOUR IQ TO *ZERO!*

SO LONG, *SUCKERS!*

IT WAS NICE KNOWING YOU!

MAKE WAY, *MOB--*

--SPIDEY'S GOT A *KOOK* TO CATCH UP WITH --

--BEFORE EVERYONE'S FAVORITE COFFEE BEAN *BALLADEER* GETS IN MORE TROUBLE THAN HE CAN *HANDLE!*

WE *DID* IT, HANK! BLESS YOUR FLEA-SIZED AGENT'S HEART!

TOO BAD WE CAN'T *KEEP* IT, CAZ!

BUT AFTER YOU *RETURN* WITH THAT MONEY AND MY MASK AND GUN, YOU'LL BE A *HERO!* AND *THEN* --

--THEN, THEY'LL *ALL* WANT YOU! *NIGHT CLUBS! RECORDING STUDIOS! THE SONNY AND CHER SH--*

UH-OH.

YOU GUYS OUGHT TO *KNOW* BETTER THAN TO MAKE *CONFESSIONS* WHEN YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN IS *ROOF-STRADDLING!*

THE SUPER-HERO BIZ ISN'T MUCH *FUN* WHEN YOU TAKE AWAY THE *CHALLENGE!*

AND SPEAKING OF *TAKING AWAY*-- I'LL TAKE *THAT!*

KER-

UNCH!

DON'T YOU KNOW HOW *EXPENSIVE* AMMUNITION IS THESE DAYS?

GET *RID* OF HIM, HANK! *SHAKE* 'IM OFF!

I HATE TO *SPOIL* YOUR PIPE DREAM, FELLAS, BUT *FORGET* IT!

YEAH? WELL THERE'S MORE THAN *ONE* WAY TO TRASH A HERO--

WHAT *HAPPENED*, PAL? YOU *FORGET* THEM ALL?

CRASHING WON'T GET YOU ANYTHING BUT A *BAD* CASE OF *WHIPLASH*--

KRASH!

--AND A FREE SUPPLY OF *WEBBING!*

'COURSE IT'LL ONLY LAST ABOUT AN *HOUR!* BUT BY *THAT* TIME, THE MEN IN BLUE WILL BE READY TO TAKE YOU TO YOUR *NEXT GIG!*

JAIL!

MY NEXT GIG WILL BE IN THE *DOGHOUSE* IF I DON'T GET BACK TO MARY JANE *SOON!*

LATER...

I'VE *GOT* IT! FOR *ONCE*-- THE *PERFECT* EXCUSE!

UH-OH, IF LOOKS COULD *KILL*--!

HI, MJ! *LISTEN*, I CAN *EXPLAIN!* Y'SEE--

DON'T *TALK* TO ME, PETER!

BUT, MJ--!

DO YOU *REALIZE* THAT WHILE I'VE BEEN SITTING HERE *ALONE* FOR THE PAST HALF HOUR--

--THREE *DIFFERENT* WEIRDOS HAVE TRIED TO PICK ME UP! I'M BEGINNING TO THINK I SHOULD HAVE *LET* THEM!

BUT--! *BUT--!*

SLAM!

FACE IT, PARKER--

--YOU'RE A *FIGHTER*, NOT A *LOVER!* SHEESH!

FIN

SPIDER-MAN ®

MARVEL® COMICS GROUP

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the AMAZING SPIDER-MAN®

BOMBS FROM HIS FINGERTIPS-- BURSTING ALL AROUND ME--!

FACE IT, WEBHEAD-- YOU AIN'T GOT A CHANCE AGAINST THE ROCKET-RACER!

BUT EVEN IF SPIDEY CAN DEFEAT THIS SKATE-BOARDING PSYCHOPATH, HE STILL MUST FACE--

THE FIEND FROM THE FIRE!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

LEN WEIN WRITER/EDITOR * ROSS ANDRU ILLUSTRATOR * FRANK GIACOIA EMBELLISHER * GLYNIS WEIN colorist * JOHN COSTANZA letterer

GOOD THING PETER PARKER WAS DOWN HERE ON WALL STREET, TAKING SNAPSHOTS, WHEN THAT SKATE-BOARDING SCREWBALL ZIPPED UP--

--AND RIPPED OFF A COURIER'S BULGING BRIEFCASE FULL OF BONDS AND SECURITIES!

NOW ALL YOUR FRIENDLY NEIGHBOR-HOOD WEB-SLINGER HAS TO DO IS CATCH THIS BOZO,,.

...WHICH MAY NOT BE AS EASY AS IT SEEMS!

UH-UH, ACE--YOU AIN'T GETTIN' YOUR STICKY LITTLE FINGERS ON ME!

I SPENT MONTHS ON THIS BOARD, TILL IT'S BECOME LIKE A PART OF ME--

BUS STOP

--AN' WITH ITS MICRO-ROCKETS, THERE AIN'T NOTHIN' LESS THAN A GUIDED MISSILE THAT CAN TOUCH ME!

AND HE'S NOT REALLY BRAGGING EITHER!

HE WEAVES IN AND OUT OF THIS HEAVY TRAFFIC LIKE IT WAS NAILED DOWN!

IT'S ALL I CAN DO TO KEEP UP WITH... HEY!

THAT CAR-- IT CUT IN FRONT OF HIM UNEX-PECTEDLY!

GOTTA GRAB HIM-- NOW!

HUH?

SORRY, JOKER-- THE JOY-RIDE'S OVER!

UUNNHH!!

POW!

WRONG, WEB-HEAD!

SO LONG AS I GOT ME THIS ROCKET-POWER-ED PUNCH...

...MY RIDE IS JUST *BEGINNING!!*

GORD

I PERFECTED ALL *SORTS* OF GIZMOS BEFORE I WENT *PUBLIC*, ACE--

--LIKE THE SPECIAL *GYROSCOPES* THAT LET ME RACE *UP* THE SIDES OF BUILDINGS--

--WHILE MAGNETIC *CLAMPS* ARE ACTIVATED TO *HOLD* ME TO MY BOARD--

--UNTIL I CAN *FINISH* YOU WITH THE *EXPLOSIVE MINI-ROCKETS* BUILT RIGHT INTO MY *GLOVES!*

WHOOM!

YIKES!

GOTTA WHIP UP SOME *WEB-SHIELDS...*

WHUMP!

WHUMP!

WHUM

...BEFORE THOSE BURSTING *BOMBS* CAN DAMAGE THIS *BUILDING...*

...OR DO EVEN *WORSE* TO LITTLE *ME!*

YOU'RE *GOOD*, WALL-CRAWLER-- *REAL* GOOD!

BUT THE ROCKET RACER IS *BETTER!!*

DON'T KNOW *WHERE* HE DEVELOPED THE KNOW-HOW TO *OUTFIT* HIMSELF LIKE THAT--

--BUT THIS SKATE-BOARDING SURESHOT MAY JUST BE AS *GREAT* A MENACE AS *ANY* I'VE EVER FACED *BEFORE!*

AND I'M NOT SURE HOW MUCH *LONGER* I CAN KEEP *FOLLOWING* HIM THIS WAY!

IF HE INCREASES THE *SPEED* ON THAT BOARD OF HIS MUCH *MORE*, HE'S GONNA LEAVE ME EATING HIS *DUST!*

GOTTA GIVE IT EVERY-THING I'VE **GOT** BEFORE HE... **HUH?**

RATS! HE'S RACING UP THAT **RAMP** UNDER CONSTRUCTION--HEAD-ING FOR THE **WEST SIDE HIGHWAY!**

IF HE **REACHES** IT, I'LL **NEVER** CATCH HIM! THERE'S **NOTHING** AROUND THERE FOR ME TO **SWING** FROM!

WHICH MEANS I HAVE TO STOP HIM **NOW!**

TROUBLE IS, I'M ONLY GOING TO GET **ONE SHOT** AT THIS--

THWIP

--SO IT HAD BETTER BE **GOOD!!**

HEY--?!?

THWAK!

SOLIDLY **SNAGGED** BY SPIDEY'S **WEBBING,** THE STYLIZED **SKATE-BOARD** ABRUPTLY STOPS **SHORT!**

ITS **RIDER,** ALAS, DOES **NOT!!**

NOOOOOOOO

THWUD!

THERE IS A THICK **WEB CUSHION** WAITING BELOW TO **CATCH** THE UNCON-SCIOUS ROCKET RACER WHEN HE PLUNGES ONCE MORE TO EARTH!

*AND THUS, A SHORT WHILE **LATER**...*

HE'S ALL **YOURS,** GENTS! TRY TO **HANG ON** TO HIM, WON'T YOU?

I DON'T SPEND MY TIME **CATCHING** THESE KOOKS FOR MY **HEALTH,** YOU KNOW!

AND AS SPIDEY SWINGS OFF IN THE GENERAL DIRECTION OF **STATEN ISLAND**, LET'S **PRECEDE** HIM THERE--AND LOOK IN ON A HAPPY **HARRY OSBORN** AND HIS FIANCEE **LIZ ALLEN**, AS THEY...

OH...UH... AHEM... EXCUSE **US**.

I DON'T **WANT** TO, DARLING--BUT I'VE REALLY GOT TO BE **GOING**, IF I'M GOING TO CATCH A FEW HOURS' **SLEEP** BEFORE WORK.

I'M ON THE **NIGHTOWL SHIFT** AT THE HOSPITAL TONIGHT.

WELL, NEVER LET IT BE SAID HARRY OSBORN STOOD IN THE WAY OF A LADY'S **BEAUTY REST!**

NOT THAT YOU **NEED** ANY, OF COURSE.

TAKE **CARE** OF YOURSELF, SWEETHEART. I'LL SEE YOU **TOMORROW**.

I JUST CAN'T GET OVER THE **CHANGE** IN HARRY.

HE'S SO MUCH MORE **CONFIDENT**, SO MUCH MORE **SURE** OF HIMSELF, THAN HE WAS WHEN WE **FIRST** STARTED GOING TOGETHER.

I'D LIKE TO THINK I **HELPED** IN HARRY'S REHABILITATION, AS MUCH AS... **EH?**

THAT **WINDOW**-- IT'S **OPEN!** BUT I'M SURE I LEFT IT **CLOSED!**

I'D BETTER TURN ON THE **LIGHT** AND SEE IF EVERYTHING IS...

NO! PLEASE-- DON'T TOUCH THAT **SWITCH!!**

WHO--?!?

SWEET LORD--**NO!!** IT'S **YOU!!** YOU'RE **ALIVE!!**

YES, **ALIVE**... AND IN DESPERATE NEED OF YOUR **HELP!!**

WHILE A BLOCK OR TWO AWAY...

HARRY?

I GOT YOUR MESSAGE, CHUM--AND PETER PARKER IS ALWAYS PROMPT!

HEY, GLAD YOU COULD MAKE IT, PETE.

C'MON--LET'S GET SOMETHING TO EAT.

CAN'T SAY MUCH FOR YOUR TASTE IN RESTAURANTS, PAL. LOOKS LIKE EVEN THE MICE IN THIS PLACE HAVE INDIGESTION.

SURE WE CAN'T FIND A McDONALD'S OR SOMETHING INSTEAD?

DON'T WORRY ABOUT IT, PETE. WHAT I REALLY WANT TO DO HERE IS TALK.

I HAVE SOMETHING VERY IMPORTANT TO ASK YOU.

OKAY, HAR--I'M ALL EARS. HOW MUCH DO YOU WANT TO BORROW?

IT'S NOTHING LIKE THAT, PETE. AS YOU KNOW, LIZ ALLEN AND I ARE GETTING MARRIED SOON AND...

WELL I'D BE HONORED IF YOU'D BE MY BEST MAN!

CONGRATULATIONS, FELLA! NOW CAN I TAKE YER ORDER?

OH...UH....SURE. I'LL HAVE COFFEE AND A...

HEY, HARRY--ISN'T THAT LIZ GOING BY OVER THERE?

AND HARRY'S SUDDEN DOUBLE-TAKE ALMOST GIVES HIM WHIPLASH!

LIZ? HEY--LIZ! IS ANYTHING WRONG, DARLING?

I THOUGHT YOU WERE GOING TO BED!

I--I DON'T GET IT. I'M SURE SHE SAW ME--BUT SHE MADE IT A POINT TO IGNORE ME!

WHAT IN BLAZES IS THE MATTER WITH HER?

PLEASE, LIZ--WAIT! WHATEVER MAY BE WRONG...

...I WANT TO HELP!

LIZ?

IT IS AN UTTERLY **BEWILDERED** HARRY OSBORN WHO **RETURNS** TO THE GRIMY CAFE MOMENTS LATER...

IT JUST DOESN'T MAKE **SENSE**, PETE. I **CALLED** TO HER--AND SHE LOOKED RIGHT **THRU** ME!

DID I DO SOMETHING **WRONG?**

EASY, ACE--YOU'RE MAKING WAY **TOO MUCH** OUT OF THIS!

SHE WAS PROBABLY JUST ON HER WAY TO PICK OUT HER **TROUS-SEAU** OR SOME-THING--

--AND IT'S SUPPOS-ED TO BE **BAD LUCK** FOR THE GROOM TO **SEE** IT BEFORE THE **WED-DING.**

THEN WHY DID SHE **IGNORE** ME, PETE?

AFTER ALL... I ONLY WANTED TO **HELP.**

OH, MY POOR DEAR HARRY... PLEASE **FORGIVE** ME!

BUT THERE'S NOTHING YOU OR **ANYONE** CAN DO TO HELP ME **NOW!**

BUS STOP

AND ON **THAT** SOBERING NOTE, WE'D BEST MOVE ON TO THE OFFICES OF THE **DAILY BUGLE**, SOMETIME LATER...

I DID MY BEST TO **CHEER** HARRY UP--

--BUT HE HAS **BRAINS** ENOUGH TO **KNOW** BETTER.

WISH THERE WAS SOME WAY I COULD MAKE THINGS **EASIER** FOR HIM--

--BUT THIS IS **ONE** PROBLEM HARRY WILL JUST HAVE TO WORK OUT FOR **HIMSELF.**

HI, GLORY. IS THE **BIG ENCHILADA** IN?

SURE **IS**, PETE-- BUT I WOULDN'T **BOTHER** HIM IF I WERE YOU!

HE'S BUSY SPITTING **NAILS** AGAIN!

UH- OH.

HEY, GLORY-- HAVE YOU EVER THOUGHT OF GETTING **MARRIED?**

BITE YOUR **TONGUE**, SON!

OF COURSE, IF YOU'RE *VOLUN-TEERING...?*

HEY, NO--NOTHING LIKE *THAT.* I WAS JUST WONDERING IF YOU'D KNOW WHY *LIZ ALLEN* WOULD..

PARKER! I *THOUGHT* I HEARD YOUR WHINING VOICE!

GET *IN* HERE!!

UH OH.

AND, SHORTLY...

WHERE, GOD--WHERE DID I GO *WRONG?* I *TRY* TO BE *FAIR*--TRY TO GIVE MY EMPLOYEES WHAT THEY *DESERVE*--AND WHAT DO I GET IN *RETURN?*

TERMINAL *AGGRAVATION!*

SHOULD I SIT DOWN-- OR GET OUT MY *VIOLIN?*

SEE WHAT I *MEAN,* LORD?

HOW AM I SUPPOSED TO RUN A *NEWSPAPER,* IF ALL I EMPLOY ARE *COMEDIANS?*

BY PRINTING LITTLE ITEMS LIKE--*THIS!*

WHAT'S *THAT*-- A *LETTER BOMB?*

JUST CHECK 'EM *OUT,* JJJ!

GREAT GADFREY! THESE ARE PHOTOS OF THAT *ROCKET RACER* FREAK!

PARKER, YOU NEVER CEASE TO *AMAZE* ME!

IF WE CAN BEAT THE *GLOBE* TO THE *STANDS* WITH THESE, THERE'LL BE A *BONUS* IN IT FOR YOU... MAYBE EVEN A LITTLE *CASH* OR...

BLZZZZ!

YES, MISS GRANT-- WHAT *IS* IT?

THERE'S A *DOCTOR MADISON* HERE TO SEE YOU, BOSS!

WHAT--?!?

?

W-WELL, TELL THE GOOD DOCTOR TO BE *PATIENT* FOR A *MOMENT!*

I'LL BE RIGHT *THERE!*

OH, IT'S A ♫ LOVELY DAY TODAY... ♪

...SO WHATEVER YOU'VE ♪ ♫ GOT TO DO... ♪

GOOD-BYE, PARKER.

YOU'VE GOT A ♫ ♪ LOVELY DAY TO DO IT IN...

♪ ...IT'S ♫ TRUE... ♫

HUH?

I SAID GOOD-BYE, PARKER... AS IN FAREWELL... ADIOS... ARRIVEDERCI... BUZZ OFF!!

YOU DO STILL UNDERSTAND ENGLISH, DON'T YOU?

SURE, BUT...

THE ONLY "BUT" I WANT TO SEE IS YOURS, PARKER-- GOING OUT THAT DOOR!

AND DON'T COME BACK TILL YOU HAVE SOME NEW PHOTOS WORTHY OF...

ULP.

OH... EXCUSE ME, JONAH. I HOPE I'M NOT INTERRUPTING ANYTHING.

NOT AT ALL, MARLA MY DEAR. PARKER HERE WAS JUST LEAVING... WEREN'T YOU, PARKER?

HE AND I WERE JUST HAVING ONE OF THOSE HEARTWARMING PUBLISHER-TO-LITTLE PERSON CHATS THAT I'M SO FAMOUS FOR.

HELPS BOLSTER THE MORALE OF THE TROOPS, SO TO SPEAK.

YOU'RE AN EXAMPLE TO US ALL, MR. JAMESON.

A BAD EXAMPLE, BUT STILL...

YOU REALLY ARE A MAN OF MANY FACETS, JONAH.

AM I GOING CRAZY, GLORY-- OR DID I JUST SEE WHAT I THOUGHT I SAW?

YOU AND EVERYONE ELSE AROUND HERE, PETER.

WHY, YOU CAN ALMOST HEAR THE "MUZAK" IN THE AIR.

EITHER OUR PEERLESS PUBLISHER HAS HIMSELF AN *OL' LADY*-- OR HE'S FINALLY SEEING A *PSYCHIATRIST!*

WELL, *EITHER* WAY, IT'S AN *IMPROVEMENT*... I THINK.

THIS A *PRIVATE* DIATRIBE--OR CAN *ANYONE* JOIN IN?

HI, ROBBIE. GLORY AND I WERE JUST DISCUSSING JONAH'S *GOOD POINTS*...

...WHICH TOOK ALL OF *THREE SECONDS!*

ACTUALLY, PETE, YOU SHOULD GIVE OUR FEARLESS LEADER A LITTLE MORE *CREDIT.*

BRINGGG!

APPARENTLY, THIS *MARLA MADISON* HELPED JONAH BUILD THAT *SPIDER-SLAYER* OF HIS! * THEY'VE BEEN KEEPING *COMPANY* EVER SINCE.

WHO *KNOWS*? MAYBE A WOMAN'S INFLUENCE WILL *MELLOW* HIM.

SURE-- LIKE *EVA BRAUN* MELLOWED *ADOLPH HITLER!*

HELLO?

* *SEVERAL ISSUES BACK, RIGHT?*--LEN.

PETER, IT'S FOR *YOU!*

IT'S...THE *POLICE!*

HUH?

HELLO?

OH, *HI*... YOU'VE BEEN *WHAT*? ...OH, *LORD!*

OKAY, TRY TO KEEP *COOL!* I'M ON MY *WAY!*

ANYTHING WE CAN DO TO *HELP*?

SOMETHING *WRONG*, SON?

THANKS, ROBBIE. I APPRECIATE THE *OFFER*. I'LL LET YOU *KNOW* AS SOON AS *I* KNOW.

'CAUSE, FRANKLY, BEFORE THIS IS *OVER*-- I'VE GOT A FEELING I'M GONNA *NEED* ALL THE HELP I CAN *GET!*

AS THE WONDROUS WEB-SLINGER, OUR HERO HAS HAD MORE THAN HIS FAIR SHARE OF RUN-INS WITH THE POLICE--

--BUT NEVER HAS HE BEEN MORE CONFUSED IN HIS DEALINGS WITH NEW YORK'S FINEST THAN HE IS NOW!

I'D LIKE TO SEE LIZ ALLEN PLEASE!

AND WHEN THE PERPLEXED PETER HAS BEEN SHOWN TO HER CELL...

WELL, HERE'S ANOTHER FINE MESS YOU'VE GOTTEN YOURSELF INTO! YOU OKAY, LIZ... OR IS THAT A STUPID QUESTION?

I...I'M FINE, PETER. THANK YOU FOR COMING.

AS IF I WOULDN'T.

WANT TO TELL ME ABOUT IT?

THE DESK SARGEANT SAYS YOU'RE ACCUSED OF ATTEMPTED ROBBERY--TRYING TO STEAL CERTAIN DRUGS AND CHEMICALS FROM THE HOSPITAL--

--WHICH HAS TO BE ONE OF THE MOST RIDICULOUS THINGS I'VE EVER...

PETER, IT...IT'S TRUE!

YOU'RE KIDDING.

I ONLY WISH I WAS.

I HAD TO DO WHAT I DID, PETER. I DIDN'T HAVE ANY OTHER CHOICE!

BUT WHY, LIZ?

I CAN'T EXPLAIN IT, PETER--PLEASE DON'T ASK ME TO! JUST TELL MY POOR HARRY...

...I'M SORRY.

I CALLED JOE ROBERTSON, AND HE'LL ARRANGE FOR LIZ'S BAIL--BUT GOD ONLY KNOWS HOW I'M GOING TO EXPLAIN ALL THIS TO HARRY!

A SHOCK LIKE THIS COULD SET HIS PSYCHO-THERAPY BACK LIGHT-YEARS!

THERE IS OBVIOUSLY A DARN SIGHT MORE TO THIS SITUATION THAN LIZ WILL ADMIT--

--AND IT LOOKS LIKE IT'S UP TO YOUR FRIENDLY NEIGHBORHOOD SPIDER-SNOOP TO FIND OUT EXACTLY WHAT!

I CAN'T HELP FEELING THIS IS PARTLY *MY* FAULT!

IF ONLY I'D *STOPPED* LIZ WHEN I SAW HER RUSHING *PAST!* IF ONLY...

OKAY, PARKER-- *COOL* IT! THOSE "*IFS*" CAN *KILL* YOU!

THIS DOESN'T MAKE ANY *SENSE* THOUGH!

LIZ HAS EVERYTHING *GOING* FOR HER...

...A GOOD *JOB*... A GUY WHO *WORSHIPS* THE GROUND SHE *WALKS* ON...

WHY WOULD SHE THROW IT ALL *AWAY*... UNLESS SHE REALLY *DIDN'T* HAVE ANY CHOICE...

...UNLESS SOMEBODY *FORCED* HER!

WELL, *WHATEVER* THE REASON, THE *FIRST* PLACE I'D BETTER CHECK FOR CLUES IS *HERE*, IN LIZ'S *APART*... *HUH?*

THIS *GUNK* ON HER *WINDOW-SILL*--AS IF SOMETHING HAD BEEN *MELTED* HERE--!

AND THESE *FOOTPRINTS*-- BURNED RIGHT *INTO* HER CARPETING--!

CRIPES! WHAT A *FOOL* I'VE BEEN!

THERE *IS* SOMEBODY ELSE *RESPONSIBLE* FOR LIZ'S ACTIONS--

--AND, IF LUCK IS *WITH* ME FOR A CHANGE, THERE MAY STILL BE TIME TO *STOP* HIM!!

NEWHOPE MEMORIAL HOSPITAL: FOR MORE THAN 58 YEARS, PEOPLE HAVE COME HERE, SEEKING RELIEF FROM THEIR TORMENT AND SUFFERING-- AND OFTEN FINDING IT...

...WHICH MAKES THIS MYSTERIOUS GENTLEMAN'S PRESENCE HERE NOT AT ALL UNUSUAL!

I'VE MADE IT PAST THE HOSPITAL GUARDS UNSEEN...

...BUT I STILL CAN'T BE TOO CAREFUL!

BEING DISCOVERED NOW COULD COST ME MY LIFE!

THEY'VE KEPT THIS BASEMENT STORAGE ROOM SECURELY LOCKED-- SKRAK!

--BUT NOTHING WILL KEEP ME FROM MY GOAL!!

THIS IS ALL MY IMBECILIC STEP-SISTER'S FAULT!

IF LIZ HADN'T BEEN CAUGHT WHILE TRYING TO STEAL THESE MATERIALS FOR ME--

--I WOULDN'T HAVE BEEN FORCED TO EXPOSE MYSELF THIS WAY!

BUT NOW THAT I HAVE WHAT I REQUIRE--

--I'LL BE ABLE TO COMPLETE MY WORK BEFORE...

EH?

I'VE BURNED THRU THIS PAIR OF ASBESTOS GLOVES MUCH FASTER THAN THE LAST PAIR!

I MUST FINISH MY SPECIAL FORMULA BEFORE IT'S TOO LATE!

I'VE GOT A HOT NEWS-FLASH FOR YOU, BRIGHT-EYES...

IT'S ALREADY TOO LATE!!

SPIDER-MAN?!?

IN PERSON, ACE! I'M FLATTERED YOU REMEM...

UUNNHH!

SHOK!

LET GO OF ME, YOU PUERILE FOOL!

NOT A CHANCE, CHUM! I'M STICKING TO YOU LIKE...HEY!!

YOU REALLY OUGHT'A DO SOMETHING ABOUT YOUR WARDROBE, FELLA!

KRIPPP!!

IT'S FALL-ING APART AT THE SEAMS!!

NO, WEB-SLINGER-- NOT "FALLING" APART!

MY CLOTHING IS BURNING APART, JUST LIKE EVERYTHING ELSE THAT TOUCHES THE BLAZING-HOT BODY OF...

...THE MOLTEN MAN!!

BUT I HAVE NO MORE TIME TO *WASTE* ON YOU, WALL-CRAWLER--

--NOT WHEN MY VERY *LIFE* IS ON THE LINE!!

THWUMP!

CHASH!

CHASH!

I'VE GOT TO *RECOVER* MY SUITCASE AND *FLEE*--

--BEFORE THE *NOISE* OF OUR BATTLE BRINGS THE *HOSPITAL GUARDS*!!

SORRY, CHARLIE--BUT SEEING AS HOW THAT SUITCASE IS STUFFED WITH *STOLEN GOODS*...

...I JUST CAN'T LET YOU *DO* THAT!

"AT LEAST, NOT SO LONG AS I HAVE MY TRUSTY *WEBBING*!"

WHA--?!?

MY *SUITCASE*!! GIVE IT *BACK* TO ME!!

I *MEAN* IT, INSECT-- *GIVE* IT TO ME!!

OH, I'LL *GIVE* IT TO YOU, MOLTY...

...IN SPADES!!

POW!

AARRGGHH!!

WHUDD!

MAN, HE REALLY *IS* HOT! THAT ONE PUNCH ALMOST *BLISTERED* MY *FIST*! I'VE GOT TO STAY OUT OF HIS *REACH* OR ELSE...

OBOY.

WHY *SHOULD* I, MOLTY?

COME DOWN FROM THAT *WALL*, PUNK-- *NOW*!!

WHAT HAVE *YOU* EVER DONE FOR *ME*--?

THOK!

--EXCEPT GIVE ME A KING-SIZED *PAIN*!!

BLASTED *INSECT*, I'LL...

EH? THESE *SHEETS*-- THEY WERE DRENCHED IN *ALCOHOL* FROM THOSE BROKEN *BOTTLES*!

AND NOW, AT MY VERY *TOUCH*--

--THEY BURST INTO *FLAME*!!

HOLY HANNAH!!

IF YOU WON'T *GIVE* ME MY SUITCASE, WALL-CRAWLER--I'LL *TAKE* IT OFF YOUR *CORPSE*!

THAT *MANIAC*! HE'S LIABLE TO BURN THIS WHOLE *HOSPITAL* DOWN!

THWIP!

GOTTA USE MY WEBBING TO *SMOTHER* THESE FLAMES, BEFORE THEY CAN *SPREAD* TO ANYTHING *ELSE*!

THWIP!

THWIP!

THERE! THAT *DOES* IT! NOW I'D BETTER... *HUH*?

MY SPIDER-SENSE-- *TINGLING*! TRYING TO *WARN* ME--!

THE *MOLTEN MAN*--HE'S *BEHIND* ME--!!

YOU SAID IT YOURSELF, WEB-SLINGER-- TOO LATE!!

CRIPES! HE'S PUSHING THE ENTIRE SUPPLY SHELF OVER ON ME!

I CAN'T KEEP MY FOOTING--!!

CRASH!

MY ACHING HEAD-- IT FEELS LIKE THE HULK PLAYED HANDBALL WITH IT!

BUT I'VE GOT TO CLEAR OUT THE COBWEBS-- AND GET BACK ON MY FEET!

I THINK I CAN HEAR THE MOLTEN MAN MAKING HIS GETAWAY!

C'MON, SPIDER-STRENGTH-- IF YOU'VE EVER HELPED ME BEFORE, HELP ME NOW!

HAVE TO STRAIN A LITTLE HARDER... HARDER...

BINGO! I'M FREE!!

NOW TO TRACK DOWN OL' FLAME-BRAIN BEFORE...

OH, NO!

TELL ME THIS ISN'T REALLY HAPPENING!

YOU FELLAS SURE WE CAN'T TALK THIS OVER?

THE ONLY THING WE'RE SURE OF, SPIDER-MAN, IS THIS--

YOU MAKE ONE WRONG MOVE-- AND WE'LL BLOW YOU APART!!

SWELL.

NEXT ISSUE: THINGS GO FROM AWFUL TO WORSE, AS THE MOLTEN MAN GOES BERSERK! BE HERE FOR...

IF YOU CAN'T STAND THE HEAT...!

SPIDER-MAN ®

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the AMAZING SPIDER-MAN®

HELP ME-- BEFORE THIS FIRE KILLS US ALL!!

WOUNDED--IN BLINDING PAIN--THE WEB-SLINGER FIGHTS HIS MOST DESPERATE BATTLE--TO SAVE THE LIFE OF LIZ ALLEN!!

ANDRU + ROMITA

THE MOLTEN MAN'S LAST STAND!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

LEN WEIN WRITER/EDITOR * ROSS ANDRU ILLUSTRATOR * JIM MOONEY EMBELLISHER * GLYNIS WEIN colorist * JOHN COSTANZA letterer

THE SCENE: A SUB-BASEMENT OF NEWHOPE MEMORIAL HOSPITAL...

JUST STAND RIGHT WHERE YOU ARE, WEBHEAD--OR WE'LL SHOOT!

THE PLAYERS: YOUR FRIENDLY NEIGHBORHOOD WALL-CRAWLER, AND TWO VERY AGITATED SECURITY GUARDS...

UH-UH, CHARLIE--

--NOT SO LONG AS MY TRUSTY WEBBING CAN...

THE SITUATION: WELL, THAT PRETTY MUCH SPEAKS FOR IT-SELF!

H-HE'S GOING TO ATTACK!

CONROY, YOU FOOL--DON'T--!!

BLAM!

AARRGGHH

BUT IT IS ALREADY FAR, FAR TOO LATE!

IF YOU CAN'T STAND THE HEAT...!

I... I DON'T *BELIEVE* IT! HE... ACTUALLY *SHOT* ME!

IT SEEMS TO BE ONLY A *FLESH WOUND*...

THWIP

THWIP!

--UNLESS I GET *OUT* OF HERE, WHILE I STILL *CAN!*

...BUT IT'S LIABLE TO BECOME A LOT *WORSE*--

THAK!

WOK!

YOU MAY HAVE *DISARMED* ME, WEB-SLINGER, BUT YOU STILL WON'T *ESCAPE*--

--NOT AS LONG AS I'M STILL *STANDING*, YOU WON'T!

GLAD YOU *TOLD* ME THAT, CHUM...

...'CAUSE *THAT'S* A PROBLEM EASILY *SOLVED!*

CHUD!

HHNNUH

IF YOU'VE *HURT* MARTY, WALL-CRAWLER--YOU'LL *PAY!*

UH-OH.

MY *NEXT* SHOT'S GONNA *FINISH* YOU, INSECT!

THWIP!

NO WAY, CHUCKLES! I DON'T GET SUCKERED THE SAME WAY *TWICE!*

AARRGGHH!!

FWHUMP!

MY WEBBING *PLUGGED* HIS GUN BARREL EVEN AS HE *FIRED*--AND THE *RECOIL* OF THE EXPLOSION HAS KNOCKED HIM *SILLY!*

NORMALLY, I DON'T LIKE *INJURING* COPS, EVEN *PRIVATE* ONES--BUT RIGHT NOW, I JUST CAN'T REALLY *CARE!*

I ONLY WANT TO ESCAPE FROM THIS PLACE BEFORE I WIND UP A PATIENT HERE...OR WORSE...

HEY-- THAT'S SPIDER-MAN! DON'T LET HIM GET AWAY!

SWELL. JUST WHAT I NEEDED.

I CAN'T SPARE THE TIME TO ARGUE, GANG, SO I'LL JUST USE MY TRUSTY WEB-BING TO...

FHISHT!

KRIPES! MY STUPID WEB-SHOOTER'S -- EMPTY!!

THEN THERE'S NOTHING YOU CAN DO TO AVOID-- THIS!!

HHHHFF

THWOK!

WELL DONE, DOCTOR HONG! YOU'VE STUNNED HIM!

WAIT'LL I TELL MY WIFE ABOUT THIS!

SHE THOUGHT THOSE MAIL-ORDER KUNG FU LESSONS I TOOK WERE A WASTE!

ALL WE HAVE TO DO NOW, JERRY, IS HOLD THIS MADMAN--AND SHE'LL KNOW BETTER!

UUNNHHHH

LANDED RIGHT ON MY INJURED SHOULDER! THE PAIN IS... BLINDING!

GOTTA MAKE MY MOVE NOW...OR I'LL NEVER MAKE IT!

HATE TO BURST YOUR BALLOON, DOC--BUT YOUR WIFE WAS RIGHT!

YOU GIVE HER MY BEST REGARDS ANYWAY, OKAY?

HUNFFF

AND IN THE FEW SECONDS IT TAKES THE TWO STARTLED DOCTORS TO RECOVER...

WE'RE TOO LATE! SPIDER-MAN HAS ESCAPED!!

BY THE SKIN OF HIS WEB-COVERED TEETH!

THIS WHOLE MESS IS THE FAULT OF THE MOLTEN MAN--AND, ONE WAY OR ANOTHER, HE'S GOING TO PAY FOR IT!

AND EVEN AS OUR HAPLESS HERO **REFILLS** HIS EMPTY WEB-SHOOTERS, THEN SWINGS PAINFULLY AWAY TOWARDS HIS CHELSEA **APARTMENT**, WE'D BEST TURN **OUR** ATTENTION TO THE **OTHER** SIDE OF TOWN--

FENSTER PHAR'

--SPECIFICALLY, TO THE LABORATOR-IES OF THE **FENSTER PHARMA-CEUTICAL CORPORATION**...

...WHERE WE CAN WATCH A MINOR **DIS-ASTER** DEVELOP INTO A FULL-FLEDGED **CATASTROPHE!**

HOLY SMOKE!

WE GOT US A **FIRE** OUT HERE!!

I KEEP TELLIN' YA TA **WATCH** WHERE YA THROW YER USED **BUTTS**, JOE! **NOW** LOOK WHAT YA DONE!

WHAT'RE YOU **JABBERIN'** ABOUT, BENNY? YOU KNOW I **QUIT** SMOKING LAST WEEK!

WHY DON'TCHA STOP TALKIN' THRU YOUR **HAT** --AND GET THAT **FIRE EXTINGUISH-ER** WORKING!

THUS OCCUPIED, NEITHER GUARD NOTICES A SHADOWY **FIGURE** STEAL PAST...

UNAUTHOR' PERSONNEL KEEP OUT

...THEN RACE DOWN AN ISOLATED **CORRIDOR**, TO PAUSE BEFORE A CERTAIN **DOOR**...

...AND **THEN**...

WHY DO I KEEP WORKING **OVER-TIME** THIS WAY?

THE **BOSS** DOESN'T SEEM TO **APPRECIATE** IT AND...

WOW, IT'S REALLY GOTTEN **HOT** IN HERE ALL OF A SUDDEN!

AND IT IS BOUND TO GET A GOOD DEAL **HOTTER**, WOMAN, BEFORE YOU AND I ARE **THROUGH!**

M-MOTHER OF MERCY! WH-WHO **ARE** YOU?

WHAT ARE YOU?

I AM CALLED *THE* **MOLTEN MAN,** *MY DEAR--*

--FOR **REASONS** I TRUST ARE **OBVIOUS!!**

AND I HAVE CHOSEN *YOU* TO BE THE AGENT OF MY *SALVATION!*

NO! YOU'RE *INSANE!* I WON'T HAVE ANYTHING TO *DO* WITH YOU!

OH, BUT YOU *WILL*, GIRL...

...OR WOULD YOU PREFER TO FEEL MY SMOLDERING HAND *CARESS* YOUR TENDER *CHEEK?*

N-NO-- *PLEASE!* I-I'LL *DO* WHATEVER YOU *SAY!*

AND, WHEN THE TERRIFIED LAB TECHNICIAN HAS REGAINED HER COMPOSURE...

THE *PRELIMINARY* WORK HAS ALREADY BEEN *DONE* FOR YOU! ALL YOU NEED DO IS FOLLOW MY *INSTRUCTIONS*... TO THE *LETTER!*

THEN WHY DON'T YOU COMPLETE THIS FORMULA *YOURSELF?*

BUT *HURRY*, PLEASE! *TIME* IS OF THE *ESSENCE!*

BECAUSE MY *BODY HEAT* HAS ALREADY RISEN MUCH *TOO HIGH!*

MY HANDS HAVE GROWN TOO HOT TO *HANDLE* THESE DELICATE *CHEMICALS*-- SO *YOU* MUST BECOME MY *NEW* HANDS!

WE WILL *BEGIN* NOW-- AND REMEMBER, MY VERY *LIFE* IS AT STAKE HERE...

...AS IS *YOURS!*

*CAUTIOUSLY, FEARFULLY, THE MOLTEN MAN'S UNWILLING **ASSISTANT** SETS ABOUT HER SENSITIVE **WORK**...*

*...MEASURING, MIXING, TESTING AND **RE**-TESTING...*

...UNTIL, AT LAST...

IT'S *FINISHED!*

BUT IT MUST BE INJECTED *QUICKLY...*

...BEFORE IT LOSES ITS *POTENCY!*

THEN *HURRY UP*, GIRL-- I AM *WAITING!*

I HAVE *BEEN* WAITING FOR FAR *TOO LONG* A TIME!

I...I CAN FEEL IT WORKING *ALREADY!*

MY EPIDERMAL TEMPERATURE IS *DROPPING*...

THE *LIQUID METAL ALLOY* I'D ABSORBED THRU MY SKIN IS *DISSOLVING*...

...UNTIL...

...UNTIL...

...I'M NO LONGER THE MOLTEN MAN!

AT LONG LAST, I'M SIMPLY *MARK RAXTON* ONCE MORE!

I'M... *GLAD* FOR YOU.

PLEASE, YOU'VE NO NEED TO *FEAR* ME ANYMORE.

I APOLOGIZE FOR *THREAT-ENING* YOU-- BUT A *DESPERATE* MAN DOES WHATEVER HE *HAS* TO.

I'LL BE *LEAVING* NOW-- AND YOU'LL NEVER HAVE TO *WORRY* ABOUT ME AGAIN.

NO ONE IN THE *WORLD* WILL EVER AGAIN HAVE TO *WORRY* ABOUT THE *MOLTEN*...

EH?

NO.

NO! IT CAN'T BE *HAPPENING* AGAIN! IT *CAN'T* BE!!

THE REACTION HAS *REVERSED* ITSELF-- BUT THAT *ANTIDOTE* WAS MY FINAL *HOPE!*

I'M THE *MOLTEN MAN* AGAIN-- EVEN *WORSE* THAN I WAS *BEFORE!!*

SKRASH!

WHAT DO I DO *NOW?*

LORD, WHAT DO I DO NOW??

AND ON THAT TRAGIC NOTE, WE MUST REGRETFULLY **SWITCH SCENES** ONCE AGAIN--TO INTRODUCE THE **REMAINING** MEMBERS OF THIS ISSUE'S **CAST**...

FOR SOMEBODY JUST OUT OF **JAIL**, MS. ALLEN--YOU'RE LOOKING **GREAT**! CARE TO TELL A GIRL YOUR **SECRET**?

THAT ISN'T **FUNNY**, MARY JANE. IT WAS **KIND** OF JOE ROBERTSON TO PUT UP LIZ'S **BAIL**--BUT PETER SHOULD'VE TOLD **ME** FIRST!

I'D HAVE SPENT MY ENTIRE **INHERITANCE** TO HELP **FREE** THE WOMAN I'M GOING TO **MARRY**!

THEN... MAYBE YOU SHOULD'VE JUST **LEFT** ME BEHIND BARS, HARRY. YOU'LL BE COMING INTO **CONTROL** OF YOUR FATHER'S **BUSINESS** SOON...

...AND IT WON'T **HELP** YOU TO BE MARRIED TO A **JAILBIRD**!

SWEETHEART, THAT'S THE MOST **RIDICULOUS** THING I'VE EVER **HEARD**!

HARRY'S **RIGHT**, LIZ. YOU'RE NOT EXACTLY **AL CAPONE**, Y'KNOW.

ALL YOU HAVE TO DO IS **EXPLAIN** TO THE POLICE **WHY** YOU WERE TAKING THOSE **CHEMICALS** FROM THE HOSPITAL * --AND YOU'LL BE IN THE **CLEAR**.

BUT THAT'S THE **PROBLEM**, MARY JANE. NO MATTER HOW MUCH I MIGHT **WANT** TO, I...

...I JUST **CAN'T**!

* LAST ISH. --LEN.

AND AS IF THINGS WEREN'T ALREADY **BAD ENOUGH**...

MISS **LIZ ALLEN**?

YES, SHE **IS**, BUT...

MISS ALLEN, WE'D LIKE YOU TO **ACCOMPANY** US, PLEASE!

NO CHANCE, MISTER! THIS LITTLE LADY'S DONE **NOTHING** TO VIOLATE HER **BAIL**!

YOU'RE NOT GOING TO **ARREST** HER AGAIN, WITHOUT A WHALE OF A FIGHT FROM **ME**!

EASY, SON--YOU DON'T **UNDERSTAND**. WE'RE NOT **ARRESTING** MISS ALLEN...WE NEED HER **HELP**!

A MAN NAMED **MARK RAXTON** IS THREATENING TO **DESTROY** THE FENSTER PHARMACEUTICAL LABS, UNLESS HE **SPEAKS** TO THIS LADY **IMMEDIATELY**!

POLICE

SORRY--BUT MY FIANCEE ISN'T DOING **ANYTHING** WHICH MIGHT...

PLEASE, HARRY--I CAN HANDLE THIS **MYSELF**!

FINE, THEN WE CAN...

OFFICER, I'D BE **HAPPY** TO ACCOMPANY YOU.

THANK YOU, MISS... WE REALLY **APPRECIATE** THIS.

AND, SHORTLY, AT THE AFOREMENTIONED CHELSEA APARTMENT HOUSE OF A CERTAIN PETER PARKER...

IT'S FORTUNATE DOCTOR CURT CONNORS HADN'T LEFT FOR FLORIDA YET--OR I DON'T KNOW WHERE I WOULD HAVE TURNED.

THAT MAN IS PROBABLY A BETTER FRIEND THAN THIS WOEBE-GONE WEB-SLINGER DESERVES!

HE DISINFECTED MY WOUND... BANDAGED IT... AND NEVER ONCE ASKED ME HOW I GOT IT.

YEEOWWCH!!

JUST WISH HE COULD'VE DONE SOMETHING TO MAKE IT HURT A LITTLE LESS.

STILL, IF I JUST FAVOR THE ARM FOR A FEW DAYS, IT SHOULD BE AS GOOD AS... UH-OH.

THERE'S THE MAIL--INCLUDING THE USUAL NUMBER OF BILLS, I SEE...

...AND WHAT LOOKS LIKE AN OFFICIAL LETTER FROM EMPIRE STATE U!

"DEAR MR. PARKER, WE REGRET TO INFORM YOU THAT DUE TO FAILING GRADES IN SEVERAL OF YOUR COURSES, YOU WILL NOT BE ELIGIBLE TO GRADUATE THIS YEAR WITH THE REST OF YOUR CLASS..."

SWELL.

SO WHAT AM I SUPPOSED TO DO NOW?

I'VE BEEN HALF-EXPECTING THIS FOR MONTHS, AND I STILL FIND IT NUMBING.

SO HOW DO I TELL AUNT MAY THAT HER FAVORITE NEPHEW HAS LET PLAYING SUPER-HERO SCREW UP HIS ENTIRE...

BRINNGG!

NOW WHAT? IF THAT'S THE SALVATION ARMY CALLING FOR A CONTRIBUTION, I'M GONNA TURN MYSELF IN FOR THE REWARD.

HELLO?

OH... HI, ROBBIE.

YOU WANT ME TO GET DOWN TO WHERE? TO TAKE PHOTOS OF WHO?

NO, YOU'RE NOT BOTHERING ME AT ALL, PAL. I'M ON MY WAY!

AND NOW THAT WE'VE ASSEMBLED ALL OUR **PLAYERS**, THE DRAMA CAN BEGIN IN **EARNEST**...

WHERE IS LIZ ALLEN?

LET ME SPEAK TO MY **STEP-SISTER**, BLAST YOU--OR I'LL TEAR THIS PLACE **APART!**

LORD-- **NO!**

HE'S GONE COMPLETELY **INSANE!** AND IT'S MY **FAULT!** ALL **MY FAULT!!**

IF ONLY I'D DONE WHAT HE **ASKED** OF ME--I OWED HIM **THAT** MUCH AT LEAST!

MAN, JUST ABOUT **EVERYONE** IS HERE... LIZ ... HARRY... MARY JANE... FLASH! NOW IT ALL BEGINS TO MAKE **SENSE.**

I JUST WISH I'D **REALIZED** IT BACK AT THE **HOSPITAL!**

LIZ WAS TAKING THOSE CHEMICALS FOR THE **MOLTEN MAN!** HE **COERCED** HER INTO COMMITTING THE CRIME--

--BUT HOW CAN ANYONE GET HIM TO **ADMIT** IT?

LIZ? Y-YOU'VE **COME?** THEN YOU **FORGIVE** ME FOR FORCING YOU TO **ROB** YOUR OWN **HOSPITAL?**

I'M **HERE**, MARK. ISN'T THAT **ENOUGH?**

I'M GOING UP THERE TO **TALK** TO HIM, MAYBE I CAN CONVINCE HIM TO **SURRENDER!**

NO, LIZ-- YOU **CAN'T--**

DON'T YOU **SEE**, HARRY...? I **MUST!**

HOLD MY **BAG**, MARY JANE. I'LL BE **BACK.**

NOW **THAT** IS SOME BRAVE LADY! SHE'S WALKING INTO THAT EVACUATED BUILDING TO FACE A **MADMAN** WHO IS CAPABLE OF **KILLING** WITHOUT A MOMENT'S HESITATION...

...BUT I CAN'T LET HER GO IN THERE **ALONE!**

AND EVEN AS THE FRIGHTENED **LIZ ALLEN** STRIDES PURPOSEFULLY TOWARDS THE WAITING **BUILDING--**

POLICE

--**ANOTHER** FIGURE, AS YET **UNNOTICED** BY THE GATHERED CROWD, STEALS AWAY INTO THE **SHADOWS...**

AND MOMENTS LATER...

YOU... WANTED TO SEE ME, MARK?

LIZ, DON'T COME ANY CLOSER!

THE INCREDIBLE HEAT I'M GENERATING MIGHT OVERCOME YOU!

IT'S ALL RIGHT, MARK. I...I'M NOT AFRAID OF YOU. I ONLY WANT TO HELP, IF I CAN.

COME DOWN WITH ME, MARK. LET US FIND A CURE FOR YOUR CONDITION!

NO! IT'S TOO LATE FOR A CURE--TOO LATE FOR ANY-THING! I'M DYING, AND I KNOW IT--

--BUT I DON'T WANT TO DIE ALONE!!

WHILE...

WHY DON'T THEY EVER PUT SKYLIGHTS IN THESE NEW BUILDINGS? I HAD TO MAKE MY WAY THRU THE WHOLE BLAMED AIR-CON-DITIONING SYSTEM!

BUT AT LEAST I'M FINALLY INSIDE...

...AND THERE ARE LIZ AND THE MOLTEN MAN RIGHT IN THE NEXT ROOM!

MAN, HOW CAN SHE STAND IT IN THERE?

I CAN FEEL MOLTY'S HEAT WAY OUT HERE!

MARK, YOU THOUGHT YOU WERE DYING ONCE BEFORE*-- BUT OBVIOUSLY, YOU SUR-VIVED! SURELY THERE'S A CHANCE...!

NO! MY SURVIVAL WAS A FLUKE-- A ONE-IN-A-MILLION ACCIDENT! IT COULD NEVER HAPPEN AGAIN!

?

* IN SPIDER-MAN #132-133. --LEN.

LIZ HAS SEEN ME-- BUT SHE'S KEEPING HER COOL!

ALL I HAVE TO DO NOW IS GET CLOSE TO MOLTY, WITHOUT HIS NOTICING I'M...

CRUMBS! HIS RADIANT HEAT HAS WEAKENED THE LOUSY CEILING--!

SKAK!
EH?
THAT FALLING PLASTER--! SOMETHING ON THE CEILING ABOVE ME--!
AH... HI, GUY! NICE DAY, ISN'T IT?
SPIDER-MAN?!?
WELL, IT SURE AIN'T FARRAH FAWCETT-MAJORS, BRIGHT-EYES!
YOU WANNA COME ALONG EASY, OR WILL I HAVE TO...
OWWWW!!
--AND THAT IS ONLY THE BEGINNING!!
AARRGGHH!! M-MY SHOULDER--!!
YOU'VE INTRUDED WHERE YOU WERE NOT WANTED FOR THE FINAL TIME, INSECT! NOW I'LL...
PLEASE, MARK--NO! YOU'LL KILL HIM!
PRECISELY, MY DEAR!
FOOL! MY BODY TEMPERATURE IS ALREADY SEVERAL HUNDRED DEGREES FAHRENHEIT-- AND RISING!
MERELY TOUCHING ME BLISTERS YOUR HANDS--
BUT LIZ HAS DISTRACTED MOLTY LONG ENOUGH FOR ME TO SPIN SOME FIRE-PROOF WEB-GLOVES...
THWIP!

...SO I CAN PLAY JUNIOR-GRADE *MUHAMMAD ALI!*

SPIDER-MAN-- YOU *CAN'T!*

POW!

FORGIVE ME, LIZ-- BUT I DON'T REALLY HAVE ANY *CHOICE!*

HEY--!

JUST LET ME GET MY *HANDS* ON YOU, WEB-HEAD...

...AND YOU'LL *REGRET* ALL THE *TROUBLE* YOU'VE CAUSED ME!

I HAVEN'T CAUSED *ANYTHING*, RAXTON--THAT YOU DIDN'T START *YOURSELF!*

BROK!

UUNNHH! I KEEP FORGETTING ABOUT MY BLASTED *ARM--!*

AND WORSE YET, MY *PUNCH* HAS SENT MOLTY HURTLING BACK TOWARDS THOSE TANKS OF *LIQUID OXYGEN!*

KRASH

IF HE *RUPTURES* ONE OF THOSE THINGS, IT'S LIABLE TO...

LOX LOX

SKRAKT!

...EXPLODE.

KWA-VOOM!

I DON'T *BELIEVE* IT! I'M STILL *ALIVE*-- IF JUST *BARELY!*

BUT MY INJURED *ARM* DIDN'T FARE *NEARLY* AS WELL! IT'S BECOME SO MUCH *DEAD WEIGHT!* TRYING TO MOVE IT AT ALL IS AS *PAINFUL* AS...

BLAZES! POOR *LIZ*-- SHE MUST'VE BEEN STANDING *TOO CLOSE* TO THE EXPLOSION!

SHE...SHE'S NOT *MOVING!*

THANK *HEAVENS!* SHE'S STILL *BREATHING*...AND SHE SEEMS TO BE *COMING AROUND!*

LIZ? LIZ, ARE YOU *ALL RIGHT?*

I...I THINK SO.

BUT YOU'RE NOT GOING TO BE AS *LUCKY*, WALL-CRAWLER!

MAYBE THE *EXPLOSION* DIDN'T FINISH YOU...

...BUT THE *MOLTEN MAN WILL!!*

Y'KNOW, FELLA-- YOU'RE REALLY BECOMING *ANNOYING!*

MANAGED TO PULL OFF MY *WEB-GLOVE*--AND TUCK MY INJURED ARM INTO MY *BELT*...

WOK!

...BUT THE *PAIN* IS STILL MAKING ME *DIZZY!*

GOTTA HOLD MYSELF *TOGETHER*... LONG ENOUGH TO GET LIZ TO *SAFETY!*

'CAUSE AFTER THE *BEATING* THIS PLACE HAS TAKEN, I WOULDN'T *BLAME* IT IF IT STARTED TO...

OBOY.

SPIDER-MAN-- *HELP* ME!

SHRAK!

HANG ON, LIZ! I'LL...

UUNNFF!!

YOU'LL DO *NOTHING*, WEB-SLINGER--

--EXCEPT *DIE!!*

NO *CHANCE*, MOLTY! *YOU* MAY HAVE SOME OVER-SIZED *DEATH WISH*--

--BUT *I* INTEND TO GET OUT OF HERE *INTACT*--

UNNGHH!!

WAK!

--AND I INTEND TO TAKE YOUR STEP-SISTER *WITH* ME!

THEN YOU'D BETTER MOVE FAST, SPIDEY-- BECAUSE TIME IS RUNNING OUT!

KKRUMPP!!

LORD--*NO!* THE WHOLE *SIDE* OF THE BUILDING IS *FALLING AWAY!*

DON'T *MOVE*, LIZ! I'M COMING TO *SAVE*...

DON'T YOU *TOUCH* HER!

MY *ARM--!* THE *PAIN--!* I'M... *BLACKING OUT!!*

DON'T *WORRY*, LIZ...

...*I* WILL RESCUE YOU!

HAVE TO STAY *CONSCIOUS*... CAN'T *GIVE UP*...

IF THE MOLTEN MAN *WINS* NOW, WE *ALL* LOSE!

I DON'T *GET* IT!

WHAT'S *SPIDEY* DOING UP THERE?

TRYING TO *SAVE* MY LIZ FROM HER INSANE *STEP-BROTHER!*

AND IT LOOKS LIKE HE'S *LOSING!*

PLEASE, MARK-- KEEP *AWAY!*

YOUR MOLTEN TOUCH CAN *KILL* ME!

NO, LIZ--DON'T *YOU* TURN AWAY FROM ME *TOO!*

YOU'RE THE ONLY PERSON I HAVE *LEFT* IN THIS WORLD--

--AND I *DON'T* WANT TO DIE *ALONE!!*

NO! YOU'RE *MAD!* STAY *AWAY* FROM ME! STAY...

NO! I...I'M LOSING MY *BALANCE!!*

LIZ?!?

SHE'S *FALLING*-- AND IT'S MY *FAULT!!*

EH?

?

WELL, DON'T WORRY YOUR LITTLE MOLTEN *HEAD* ABOUT IT, RAXTON...

,,,'CAUSE SHE'S NOT FALLING *FAR*!

HANG ON *TIGHT*, LIZ--AND I'LL TRY TO GET YOU DOWN IN *ONE PIECE*!

COME *BACK* HERE, WEB-SLINGER! YOU'VE RUINED MY *LIFE*--

--BUT I *WON'T* LET YOU RUIN MY *DEATH*!

WHEN I PLUNGED INTO THE EAST RIVER, * *POLLUTANTS* IN THE WATER SOMEHOW *REVERSED* MY DETERIORATION TEMPORARILY!

BUT THERE'LL BE NO *MIRACLE* TO SAVE ME *THIS* TIME--SO I INTEND TO GO OUT IN A *BLAZE OF GLORY*!

THIS WHOLE BLAMED BUILDING'S ON THE VERGE OF *COLLAPSE*! I'VE GOT TO LOWER LIZ TO THE *STREET*-- BEFORE IT'S *TOO LATE*!

* IN *SPIDER-MAN* #133.--L.

DON'T YOU EVER DO SOMETHING LIKE THAT *AGAIN*, LIZ! I WAS OUT OF MY MIND WITH *WORRY*!

I JUST THANK HEAVEN YOU'RE *ALL RIGHT*! YOU... YOU *ARE* ALL RIGHT, AREN'T YOU?

I... DON'T *KNOW*, HARRY. I JUST DON'T... *KNOW*.

I WAS PLANNING TO GO *BACK*-- TRY TO SAVE MOLTY *DESPITE* HIMSELF--BUT THE FIRE'S GROWN *WORSE*, CUTTING ME *OFF*!

THERE'S NOTHING *ANYONE* CAN DO TO SAVE MARK RAXTON *NOW*!

COME *BACK*, LIZ! DO YOU *HEAR* ME? YOU'VE GOT TO *COME BACK*!!

MY DEATH WON'T MEAN *ANYTHING* IF YOU'RE NOT *WITH* ME!

I'M **SORRY** FOR FORCING YOU TO **STEAL** FROM YOUR HOSPITAL, BUT ALL MY LIFE, I'VE BEEN AN **OUTSIDER**-- WITH NO ONE TO **TURN** TO-- NO ONE TO **RELY** ON!

PLEASE DON'T LET ME **DIE** ALONE AS WELL, LIZ-- I BEG YOU!!

DON'T LET ME DIE A...

VWHOOM!

OH... MY... GOD.

IT'S **OKAY**, DARLING. IT'S **FINISHED** NOW... AT LAST.

MARK RAXTON IS... **GONE.**

NO... NO!!

I'M THE ONE WHO **KILLED** HIM, HARRY... JUST AS I SEEM TO DESTROY **EVERY-THING** I CARE FOR...

EVERYTHING!!

LIZ?

WAIT, LIZ-- **COME BACK!**

PLEASE, DARLING-- COME **BACK** TO ME!

DON'T JUST LEAVE ME **STANDING** HERE...

...ALONE.

NEXT ISSUE:

THE HITMAN'S BACK IN TOWN!

AND **J. JONAH JAMESON** IS NUMBER ONE ON HIS **HIT PARADE!** BE HERE, OKAY?

SPIDER-MAN ®

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the AMAZING SPIDER-MAN®

HE'S BACK!! THE PULSE-POUNDING PUNISHER!

IF EITHER OF YOU TAKES ONE MORE STEP-- J. JONAH JAMESON IS FINISHED!

THE HITMAN'S BACK IN TOWN!

AND NEW YORK MAY NEVER BE THE SAME!

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While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

LEN WEIN WRITER / EDITOR * ROSS ANDRU ILLUSTRATOR * MOONEY & DEZUNIGA EMBELLISHERS * GLYNIS WEIN COLORIST * JOE ROSEN LETTERER

THE HITMAN'S BACK IN TOWN!

WAR JOURNAL ENTRY NUMBER 414:

THE ARCHAIC ARCHITECTURE OF THE **34TH STREET ARMORY** STANDS OUT AGAINST THE STAID BUILDINGS THAT SURROUND IT, LIKE A **LIVID SCAR--**

--A STORYBOOK **CASTLE** IN A WORLD WHICH HAS LONG SINCE CEASED BELIEVING IN **FAIRY TALES**, BUT HAS COME TO KNOW **NIGHTMARES** WELL!

HEY-- **ABOVE** US! IT'S -- **THE PUNISHER!!**

THE 34TH STREET ARMORY WAS A **CASTLE** ALL RIGHT-- A CASTLE **UNDER SIEGE!**

I HADN'T REALLY COME TO NEW YORK **LOOKING** FOR THESE STOCKING-MASKED **TERRORISTS**-- BUT THE TWISTING **TRAIL** I FOLLOWED HAD LED ME RIGHT **TO** THEM...

BHUD-UD-AH!

KILL HIM-- **NOW!!**

IF THERE'S ANY **KILLING** TO BE DONE HERE, SCUM-- **I'LL** DECIDE IT!

...AND I HAD NO **CHOICE** BUT TO **PLAY** MY CARDS AS THEY WERE **DEALT!**

NO, I... UUNNHH!!

BHUD-UD-UD-AH!

AARRGGHH!!

RATATAT!

I DON'T KNOW WHAT YOU INTENDED **DOING** WITH THAT **WEAPONRY** YOU'RE STEALING, BUT YOU'RE GOING TO...

EH?

ALL **WE'RE** GOING TO DO, MISTER, IS **FINISH** YOU!!

BETTER MEN THAN **YOU** HAVE TRIED THAT, PUNK --

--AND THEIR **GRAVES** ARE SCATTERED ALL ACROSS THIS **COUNTRY!**

UUNFF!!

WHOK!

BROK!

BUT WE OF THE PEOPLE'S LIBERATION FRONT ARE **WILLING** TO DIE FOR OUR CAUSE!

THEN I'LL GIVE YOU THE **CHANCE** RIGHT...

KLAK!

BLAST! I'M EMPTY!

BUT I'M **LOADED**, PIG--AND NOW YOU'RE GOING TO **DIE**!!

LESS THAN A **SECOND** BEFORE THAT BAZOOKA IS **FIRED**! HAVE TO MAKE THIS **COUNT**!

AND I **DID**!

TH-THAT **GRAPPLING HOOK**-- IT THREW OFF MY **AIM**--!?

B'WOOM!

WAR JOURNAL ENTRY NUMBER 414-- **CONTINUED**: THE TERRORIST'S WILD SHOT LITERALLY **BROUGHT DOWN THE HOUSE**!

THE **CATWALK** OVER THEIR HEADS **COLLAPSED** IN FLAMING **RUINS**...

...AND WHEN THE SMOKE FINALLY **CLEARED**, I WAS THE ONLY ONE LEFT **STANDING**!

THIS ONE'S STILL **BREATHING**! BETTER FIND OUT WHO HE **IS**!

HE, IT TURNED OUT, WAS A--**SHE**!

WH-WHERE...? WH-WHO...?

YOU?! ANIMAL, I'LL CUT OUT YOUR **HEART**!

YOU'LL CUT OUT THE **FOOLISHNESS**, SISTER--AND **TALK**!

I WANT TO KNOW ALL ABOUT YOUR **PEOPLE'S LIBERATION FRONT**!

PIG! I WON'T TELL YOU **ANY**...

OWWWW!

OH, YOU **WILL**, LITTLE ONE!

YOU **WILL**.

WAR JOURNAL ENTRY NUMBER 414--CONCLUDED!

AND WHILE THE PUNISHER CONDUCTS HIS PRIVATE **INQUIRY**, LET'S LOOK IN ON THE WALL-CRAWLING **STAR** OF OUR BOOK...

EASY, WEBHEAD-- **EASY!** ANOTHER FEW FEET AND YOU'RE **HOME!**

MADE IT! ONCE I OPEN THAT **WINDOW**, I CAN... **EH?**

MY **SPIDER-SENSE**-- SUDDENLY **TINGLING**--!?!

THERE'S SOMEONE INSIDE MY **APARTMENT**--?!?

GOTTA GET OUT OF **SIGHT** BEFORE I'M **SPOTTED** BY...

BLEEAGGHH!!

THAT'S A BUCKET OF **FILTHY AMMONIA WATER!**

SPLOOSH!

OF COURSE! I SHOULD HAVE **REALIZED**--!

IT'S MRS. MUGGINS' **CLEANING DAY!**

WELL, AT LEAST SHE DIDN'T **NOTICE** ME!

I'M JUST GLAD SHE **LEFT** WHEN SHE DID.

DON'T KNOW HOW MUCH **LONGER** I COULD HAVE CLUNG TO THAT **WALL!**

THE BATTLE WITH THE **MOLTEN MAN*** REALLY **EXHAUSTED** ME...

*LAST ISH, RIGHT? --LEN.

...AND MY **BULLET WOUND** DIDN'T EXACTLY **HELP** MATTERS A WHOLE...

UUNNHH!!

CRIPES, THAT AMMONIA **STINGS!**

STILL, I GUESS I SHOULD BE THANK-FUL IT'S ONLY A **FLESH WOUND.**

THE WAY MY LUCK **USUALLY** RUNS, IT COULD HAVE BEEN **FATAL!**

YEAH, LET'S HEAR IT FOR LIFE'S LITTLE **BOUNTIES.**

WHOOPEE.

BUT EVEN AS THE WEARY **WEB-SLINGER** STAGGERS INTO THE SHOWER, THEN TUMBLES INTO BED, WE'D BEST TURN OUR ATTENTION TO A SHADOW-STREWN **VACANT LOT** SOMEWHERE IN BROOKLYN--

--WHERE A MOST EVENTFUL **MEETING** IS ALREADY **UNDER WAY...**

YOU'RE QUITE **PUNCTUAL**, MY FRIEND. I **LIKE** THAT IN A MAN.

WHEN YOU HIRE THE **HITMAN**, PAL-- YOU HIRE THE **BEST!**

NOW JUST **WHY** EXACTLY DID YOU **CONTACT** ME IN THE FIRST PLACE?

I REPRESENT AN ORGANIZATION CALLED THE **PEOPLE'S LIBERATION FRONT!** YOU MAY HAVE **READ** OF US IN THE **PAPERS**-- AND **THAT** IS PRECISELY OUR **PROBLEM!**

YOU WANT TO SPELL IT OUT A LITTLE **PLAINER**, PAL?

WITH **PLEASURE.**

FOR THE PAST FEW WEEKS, A CERTAIN **NEWSPAPERMAN** HAS BEEN WRITING **EDITORIALS** WE FEEL ARE **DAMAGING** TO OUR **IMAGE!**

WE WANT THIS PERSON **DEALT WITH**--AS A LESSON TO ANYONE **ELSE** WHO MIGHT MAKE THE SAME **MISTAKE!**

UNDER-STOOD. I'LL NEED THE TARGET'S **NAME**-- AND VARIOUS **OTHER** DETAILS.

NATURALLY, I HAVE A **PHOTO** OF THE INTENDED VICTIM RIGHT HERE!

HIS NAME IS **J. JONAH JAMESON!**

AND WE WANT HIM **DELIVERED** TO US WITHIN **48 HOURS!**

*UNFORTUNATELY, WE HAVE TO **STEAL** 12 OF THOSE HOURS -- SO WE CAN RETURN TO SLIGHTLY-CONFUSED COLLEGE STUDENT **PETER PARKER**, SOMETIME THE FOLLOWING **MORNING**...*

MAYBE TALKING TO THE **DEAN** WILL HELP ME WITH THOSE **FAILING GRADES**, SO I CAN **GRADUATE** WITH THE REST OF... **EH?**

PETER! MAN, LUCKY WE **CAUGHT** YA BEFORE YOU **LEFT!**

NO PARKING

OH... AH... **HI**, FLASH. 'MORNING, HARRY. SOMETHING **UP**, FELLAS?

HEY, IT'S NOT **LIZ**, IS IT? SHE'S **OKAY** AFTER HER HASSLE WITH THE **MOLTEN MAN.***, ISN'T SHE?

*AGAIN, LAST ISH.--AGAIN, LEN.

PETER, LIZ IS... GONE.

SHE... SHE'S LEFT ME.

WHAT--?!?

IT'S TRUE, PETE. WHEN I GOT TO HER APARTMENT TODAY, SHE'D MOVED OUT--AND HER LANDLADY SAID SHE LEFT NO FORWARDING ADDRESS!

LISTEN, IF LIZ DIDN'T CARE ENOUGH FOR HARRY TO STAND BY HIM AFTER EVERYTHING HE'S DONE FOR HER--

--MAYBE HARRY'S BETTER OFF WITHOUT HER!

WHAT DID YOU SAY, THOMPSON?

TAKE THAT BACK, YOU LOUSY--! TAKE IT BACK-- OR I'LL KILL YOU!!

HARRY?

NO, HARRY-- DON'T--!!

COME ON, HARRY-- CALM DOWN! EASE OFF BEFORE YOU HURT SOMEBOD... UUNNHH!

RATS! FORGOT ABOUT MY BLASTED ARM!

APOLOGIZE, THOMPSON, OR I'LL...

OKAY, HARRY-- OKAY! I'M SORRY, MAN! I DIDN'T MEAN ANYTHING BY IT!

IN HIS OWN CLUMSY WAY, FLASH WAS JUST TRYING TO MAKE YOU FEEL BETTER, HARRY.

ALL EITHER OF US WANTS TO DO, PAL, IS HELP.

HELP, PETER? NO ONE CAN HELP ME NOW.

NO ONE EXCEPT... LIZ.

OH, WHY, LIZ?

WHY?

FOR A MOMENT, FLASH AND PETER STAND AND STUDY THEIR HEARTBROKEN FRIEND -- UNTIL, AT LAST, THEY REALIZE THERE IS NOTHING THEY CAN REALLY DO FOR HIM.

THUS, THEY HAIL A PASSING CAB, SO THAT THEY MIGHT TAKE HIM TO SOMEONE WHO CAN HELP.

AFTER ALL, THAT'S WHAT FRIENDS ARE FOR, RIGHT?

AND SHORTLY, AT A PLUSH **CLINIC** ON MANHATTAN'S UPPER EAST SIDE...

I'VE GIVEN HARRY A **SEDATIVE**. HE SHOULD **SLEEP** FOR A WHILE NOW.

MEDICAL ARTS BUILDING

ARE YOU CERTAIN THERE'S NOTHING **ELSE** I OUGHT TO **KNOW** ABOUT THIS?

IF I'M GOING TO **HELP** HARRY, I HAVE TO KNOW **EVERYTHING.**

I THINK YOU'VE GOT IT **ALL**, DR. HAMILTON. LIZ ALLEN'S **STEPBROTHER** WAS THE **MOLTEN MAN.** HIS **DEATH** YESTERDAY AFFECTED HER **TERRIBLY**...

...AND YOU CAN **SEE** HOW HER **RUNNING AWAY** HAS AFFECTED POOR **HARRY!**

YES. UN-FORTUNATELY, I **CAN.**

FRANKLY, I WAS **AFRAID** OF SOMETHING LIKE THIS HAPPENING. HARRY OSBORN'S **MENTAL** STABILITY IS STILL VERY **PRECARIOUS.**

AN EXPERIENCE AS **TRAUMATIC** AS THIS CAN SET HIS **THERAPY** BACK MONTHS!

YOU JUST LEAVE YOUR FRIEND WITH **ME**, MR. PARKER--AND I'LL DO MY VERY **BEST** FOR HIM.

FROM EVERYTHING HARRY'S **TOLD** ME ABOUT YOU, DOC-- I'M **SURE** YOU WILL.

IF--AH-- HARRY **NEEDS** ANYTHING, LET US **KNOW**, OKAY?

THANKS. I'LL **DO** THAT.

SO THAT'S **PETER PARKER**, EH?

HE DOESN'T LOOK A **BIT** LIKE I **IMAGINED** HE WOULD.

NOT A **BIT!**

AND EVEN AS OUR STALWART HERO SAYS GOOD-BYE TO FLASH, AND HEADS FOR THE QUEENS CAMPUS OF **EMPIRE STATE UNIVERSITY**, WE'LL TURN OUR ATTENTION TO THE OFFICES OF THE **DAILY BUGLE**--

--TO INTRODUCE THE **REMAINING** MEMBERS OF THIS ISSUE'S **CAST!**

I'M **GLAD** YOU WERE ABLE TO HAVE **LUNCH** WITH ME, MARLA.

SO AM **I**, JONAH.

SURPRISINGLY, I FIND I ENJOY YOUR **COMPANY**.

MISS GRANT, HOLD ALL MY **CALLS**. I'M TAKING DR. MADISON ON A **TOUR** OF THE BUILDING.

RIGHT, BOSS. YOU SURE YOU KNOW YOUR WAY **AROUND**?

VERY **FUNNY**, MISS GRANT.

SHE...AH...HAS A DELIGHTFUL SENSE OF **HUMOR**, DOESN'T SHE? **OTHER** PUBLISHERS WOULD HAPPILY **FIRE** HER FOR A REMARK LIKE THAT.

BUT NOT **J. JONAH JAMESON**... HEH HEH... NOT **ME!**

YOU **DO** SEEM TO HAVE AN EXCEPTIONAL **RAPPORT** WITH YOUR **EMPLOYEES**, JONAH.

IT'S ALL IN THE **ATTITUDE**, MY DEAR. YOU HAVE TO MAKE THEM FEEL THIS IS **MORE** THAN JUST A **JOB**.

THEY HAVE TO FEEL THAT THIS OFFICE IS THEIR **HOME AWAY FROM HOME**...

...WHERE THEY CAN JUST COME IN... AND GET **COMFORTABLE**...

...AND PUT THEIR FILTHY **FEET** UP ON MY FAVORITE **CHAIR**?!!

LOOK, I DON'T KNOW **WHO** YOU THINK YOU **ARE**, BUSTER--

--BUT IF YOU DON'T GET YOUR BRASSY **BUTT** OUT OF MY CHAIR, I'M GOING TO...

OH.

MR. JAMESON, IF YOU DON'T **LOWER** YOUR VOICE **IMMEDIATELY**--YOU'RE GOING TO BE SPORTING A MATCHED SET OF **NAVELS**.

DO I MAKE MYSELF **CLEAR**?

AS **GLASS**.

WH-WHO **ARE** YOU? WH-WHAT DO YOU **WANT** HERE?

THEY CALL ME THE *HITMAN*, MR. JAMESON--NOT THAT IT MAKES ANY *DIFFERENCE*.

AND WHAT I *WANT* HERE IS--*YOU!*

YOU, MR. JAMESON, ARE ABOUT TO BE *KIDNAPPED!*

KIDNAPPED? *ME?*

B-BUT THERE MUST BE SOME *MISTAKE!* WHY WOULD ANYONE WANT *ME*? I MEAN, *I* DON'T EVEN LIKE ME ALL THAT MUCH!

WOULDN'T YOU REALLY RATHER HAVE SOMEBODY *ELSE*?

H-HOW ABOUT *BUSHKIN* OVER AT THE *GLOBE*? HE'D MAKE A *PERFECT* KIDNAPPING VICTIM!

I DOUBT ANYONE WOULD EVER EVEN *MISS* HIM!

THAT'S IT, JONAH. KEEP THAT KILLER *OCCUPIED*--

--LONG ENOUGH FOR ME TO OPEN THIS *INTERCOM*--

--SO WE CAN LET THE *REST* OF THE OFFICE IN ON THE HITMAN'S *PLANS!*

THERE! IT'S *DONE!*

I TELL YOU--YOU'RE MAKING A TERRIBLE *MISTAKE!*

JAMES... PUBLISH...

YOU DON'T *REALLY* WANT TO *KIDNAP* ME, HITMAN! JUST *THINK* ABOUT IT!

HUH?

WHO IN HEAVEN'S NAME WOULD PAY THE *RANSOM*?

WHAT IN THE--?

YOU LEAVE HERE *NOW*--AND I'LL *FORGET* THIS EVER *HAPPENED*. I'LL EVEN THROW IN A FREE SUBSCRIPTION TO THE *BUGLE* FOR GOOD MEASURE!

ANOTHER OFFER LIKE *THAT* ONE, MR. JAMESON--AND YOU MAY *FORCE* ME TO *KILL* YOU!

HEY, *ROBBIE*--I THINK YOU'D BETTER *LISTEN* TO THIS!

I *HEAR* IT, GLORY--BUT I'M NOT SURE I *BELIEVE* IT!

IS JAMESON *KIDDING*?

JONAH JAMESON PUBLISHER

BUG

SINCE WHEN DOES JONAH HAVE A SENSE OF *HUMOR*?

EH? THAT ECHO--?!?
OF COURSE-- THE INTERCOM!
FHITT!
NO--!
I WOULDN'T TRY THAT AGAIN, MISS--UNLESS YOU WANT ME TO PERFORATE YOUR BOYFRIEND!
UURRKK!!
GLORY, YOU'D BETTER CALL SECURITY.
I DID. THEY'RE ALREADY ON THEIR WAY!
WELL, THE DEAN COULDN'T HELP ME. LOOKS LIKE I'LL HAVE TO TAKE MAKE-UP COURSES AFTER... HUH?
HEY-- WHAT'S GOING ON HERE?
THERE'S AN ARMED GUNMAN HOLDING JONAH HOSTAGE IN HIS OFFICE!
I WARNED HIM THAT WAS GOING TO HAPPEN IF HE DIDN'T COME UP WITH THOSE RAISES--!
HUSH, PETER. THIS IS NO TIME FOR JOKES!
HEY--YOU'RE SERIOUS, AREN'T YOU?
DEADLY SERIOUS, I'M AFRAID! WE'VE ALREADY SENT FOR...
OKAY, MR. ROBERTSON-- WHAT'S THE PROBLEM?
SECURITY! YEAH, SO I SEE!
BUT HOW COULD SOMETHING LIKE THIS HAPPEN?
WHO'S IN THERE WITH JONAH ANYWAY?
I DON'T KNOW, PETE-- BUT HE CALLS HIMSELF THE HITMAN!
CRIPES! NOT HIM!
UH--LOOK, GLORY, I'D ONLY BE IN THE WAY AROUND HERE.
I'LL SEE YOU LATER, OKAY?
LOOKS LIKE IT'S UP TO ME TO GET JONAH OUT OF THIS MESS--
--THOUGH I'LL PROBABLY HATE MYSELF FOR DOING IT IN THE MORNING!

I WANT YOU TO KNOW YOU'VE MADE THINGS VERY **DIFFICULT** FOR ME, MISS.

THIS WAS **GOING** TO BE A SIMPLE OPERATION-- UNTIL **YOU** DECIDED TO PLAY **HEROINE!**

IF ANYTHING **TERMINAL** HAPPENS TO JAMESON NOW, IT WILL BE **YOUR** FAULT!

P-P-P-PLEASE... CAN'T WE **DISCUSS** THIS?

THERE'S NO WAY TO GET TO JONAH THROUGH THE **OFFICE**--

--SO I'LL HAVE TO COME DOWN THE **WALL!**

WAR JOURNAL ENTRY NUMBER 415: SUDDENLY, IT HAD ALL GONE BAD!

*THE WOMAN IN THE ARMORY HAD FINALLY **TOLD** ME THE **PLF**'s NEXT TARGET WAS NEWSMAN **J. JONAH JAMESON**--*

*--BUT SHE **HADN'T** KNOWN PRECISELY **WHEN** THE HIT WOULD **OCCUR!***

JONAH'S OFFICE IS AT THE **CORNER** OF THE BUILDING-- AND, NATURALLY, THE WINDOWS ARE **SHUT!**

I'LL HAVE TO MOVE **FAST**-- USE THE ELEMENT OF **SURPRISE**-- IF I'M GOING TO HAVE A FIGHTING **CHANCE!**

I STILL THINK I SHOULD HAVE STAYED IN **BED!**

***WAR JOURNAL ENTRY NUMBER 415--CONTINUED:** I HAD BEEN WATCHING JAMESON'S OFFICE, BUT SOMEHOW THE **HITMAN** HAD STILL GOTTEN **IN** PAST MY SURVEILLANCE--*

*--AND NOW THE ONLY THING LEFT FOR ME TO **DO** WAS MAKE CERTAIN HE DIDN'T GET **OUT** AGAIN!*

BUT I WAS AS SURPRISED AS THE HITMAN WHEN I CAME BURSTING IN THRU THE WINDOW, TO FIND...

SPIDER-MAN--?!?

WELL, IT'S SURE NOT BARBARA WALTERS, BRIGHT-EYES!

BLAZES! WHAT'S THE WEB-SLINGER DOING HERE?

HE'S RIGHT IN MY LINE OF FIRE!

BUT HE DIDN'T STAY THERE LONG!

YOU MAY HAVE FOUND ME AGAIN, WEBHEAD--

--BUT YOU'RE NOT GOING TO HOLD ME!

UUHHNN!!

AND EVEN AS I RUSHED IN TO SUPPORT SPIDER-MAN'S PLAY...

HUH?

NO! I-- I DIDN'T SEE YOU--!

WHAT THE DEVIL'S GOING ON IN THERE?

I DON'T KNOW, BENNY-- BUT WE CAN'T JUST WAIT OUT HERE!

J. JONAH JAMESON ~ PUBLISHER

ON MY SIGNAL, WE MOVE IN!

READY? ONE... TWO... THREE...

...GO!!

OKAY, EVERYBODY-- FREEZE!!

HEY, IT'S SPIDER-MAN! SHOULD'VE KNOWN YOU'D HAVE A HAND IN THIS!

WHOA-- EASY, FELLAS! THIS ISN'T WHAT IT LOOKS LIKE!

BELIEVE IT OR NOT, I ACTUALLY CAME HERE TO RESCUE JONAH!

WELL, YOU'VE BLOWN YOUR CHANCE, WEBHEAD!

YOU ALLOWED THOSE UNIFORMED IDIOTS TO DISTRACT YOU!

POW!

IT WAS A MISTAKE YOU SHOULDN'T HAVE MADE--

--AND NOW YOU'RE GOING TO SUFFER FOR IT!

HEY, WATCH WHERE YOU'RE...

UUNEF!!

NOW'S MY CHANCE! IF I CAN JUST SNEAK OUT OF HERE WHILE THEY'RE ALL BUSY, I CAN CALL IN THE ARMY...THE MARINES...

I'LL BE RID OF THE LOUSY WEB-SLINGER-- AND THOSE OTHER TWO LOONIES-- PERMANENTLY!

GOING SOMEWHERE, MR. JAMESON?

WHO... ME?

OKAY, FELLA-- PUT UP YOUR HANDS!

I SUGGEST YOU PUT UP YOURS, FRIEND-- OR I'LL SNAP YOUR BOSS'S SCRAWNY NECK LIKE A TWIG!

IN HEAVEN'S NAME, MAN-- YOU HEARD HIM!

DO WHAT HE SAYS!

NO! I CAN TAKE THAT... UUNGGH!!

YOU IDIOT! YOU'LL GET US ALL KILLED!

I APPRECIATE YOUR RE-LUCTANT ASSISTANCE, SPIDER-MAN --

--BUT I CAN HANDLE THE REMAINING GUARD ALONE!

FWUT!

AARRGGHH!!

UUNNHH! WRENCHED MY STUPID ARM AGAIN--!

AND NOW, BEFORE YOU TWO HEROES CAN GATHER UP YOUR COURAGE--

-- I BID YOU A FOND FAREWELL!

WHAT IN--?!?

PROTECT YOURSELF, SPIDER-MAN!

CRIPES! THIS STUFF IS-- TEAR-GAS!

FWHUMP!

WAR JOURNAL ENTRY NUMBER 415--CONTINUED: MY EYES WERE ALREADY BEGINNING TO WATER AS I SLAPPED ON MY GAS-MASK!

THERE WAS NOTHING I COULD DO TO HELP SPIDER-MAN OR THE OTHERS...

...BUT, APPARENTLY, THE WEB-SLINGER DIDN'T NEED MY HELP!

THIS MAKESHIFT WEB-MASK SHOULD KEEP ME BREATHING EASILY--

-- AND THE SPECIAL LENSES IN MY MASK WILL PROTECT MY EYES FROM THE FUMES!

NATURALLY, THE HITMAN AND HIS CAPTIVE WERE GONE WHEN THE GAS DISPERSED!

THE WOUNDED GUARD WILL LIVE-- AND THESE TWO WILL BE FINE WHEN THE EFFECTS OF THE GAS WEAR OFF.

THEN WHAT ARE WE WAITING AROUND HERE FOR?

THE HITMAN AND JONAH COULDN'T HAVE GOTTEN VERY FAR!

THE PUNISHER TOOK THE *STAIRCASE*--LEAVING *ME* WITH THE *OUTSIDE!*

I'M JUST GLAD MY STUPID SHOULDER'S *IMPROVING*--OR I'D BE NO GOOD FOR *ANYTHING* RIGHT NOW!

THWAK!

"--LIKE *AFTER* YOU CLEAN MY *WEBBING* OFF YOUR GOGGLES!"

BLAST--! I--I CAN'T *SEE!*

"THAT'S THE GENERAL *IDEA*, BRIGHT-EYES!"

A MINIATURE TWO-MAN *HELICOPTER*--?!? HOW DID YOU GET *THAT* HERE?

I SUMMONED IT BY *REMOTE-CONTROL* WHILE I WAS IN YOUR OFFICE. I TRY TO BE PREPARED FOR *EVERY-THING*, INCLUDING...

SPIDER-MAN?!?

YEAH--*PERSISTENT* LITTLE CUSS, AREN'T I?

THWIP!

THEY'RE *BOTH* CRAZY! I'M GETTING *OUT* OF HERE WHILE I STILL *CAN!*

J. JONAH JAMESON IS TOO *IMPORTANT* TO...*EH?*

SPIDER-MAN'S LOUSY *WEBBING*--!?

TOO PERSISTENT--AND NOW YOU'RE GOING TO *PAY* FOR IT WITH YOUR...

EH?

THOP!

WHY DON'T YOU JUST *BILL* ME *LATER*, CHUM--

LET *GO* OF ME, WALL-CRAWLER!

YOU'RE NOT LAYING YOUR FILTHY HANDS ON *ME!*

WHAT *ARE* YOU, JAMESON--*NUTS?*

I'M TRYING TO *SAVE* YOUR HARD-BOILED *HIDE*, REMEMBER?

RESCUE ME? WEBHEAD, I DON'T TRUST YOU AS FAR AS I CAN JUGGLE...HUH?

THWIP!

SORRY, JONAH-- BUT I DON'T HAVE TIME TO ARGUE WITH YOU!

THE HITMAN HAS JUST ABOUT CLEANED OFF MY WEBBING--

--SO, EVEN THOUGH I KNOW I'M GOING TO REGRET THIS--

--I'M GETTING YOU TO SAFETY!

YOU'RE NOT TAKING HIM ANY-WHERE, INSECT! I'VE BEEN PAID TO DELIVER JAMESON TO THE P.L.F.--

--AND THE HITMAN ALWAYS FULFILLS HIS CONTRACTS!

SWOK!

NOT ALWAYS, CHUCKLES!

YOU WERE PAID TO MURDER ME ONCE-- AND YOU BLEW IT! *

*PETER PARKER, THE SPECTACULAR YOU-KNOW-WHO*S.--LEN.

BUT I'M NOT BEING PAID TO DEAL WITH YOU AT THE MOMENT--

--SO IF YOU'LL JUST LAY DOWN AND STAY DOWN, I MIGHT LET YOU LIVE!

THAT'S AN EMBARRASSMENT I CAN CORRECT RIGHT NOW, WEB-SLINGER!

UUNNHH!

CHOK!

UUNFF!!

INJURED ARM THREW ME-- GAVE HITMAN THE EDGE--!

HEAD SPINNING-- CAN'T GET TO MY FEET--!

LET'S GO, JAMESON!

WE'VE WASTED ENOUGH TIME HERE!

IT'S BEEN NICE SEEING YOU, SPIDER-MAN!

THOUGH I SINCERELY HOPE IT WILL NOT HAPPEN AGAIN!

GOT TO GET UP-- CAN'T LET HIM ESCAPE--!

BRING THAT 'COPTER DOWN, HITMAN -- OR I WILL!!

I'VE BEEN WAITING FOR THIS FOR A LONG, LONG TIME!

THE PUNISHER! I'D ALMOST FORGOTTEN ABOUT HIM!

NO CHOICE BUT TO TRY TO KILL ME, YOU MEAN!

RATATATAT!

SO YOU'VE RECOGNIZED ME, EH? I WAS AFRAID YOU WOULD--

--BECAUSE IT LEAVES ME NO CHOICE BUT TO KILL YOU!!

BHUD-UD-UD-AH!

PUNISHER-- NO! DON'T SHOOT!

ONE STRAY BULLET-- AND YOU'LL KILL J. JONAH JAMESON!!

NEXT ISSUE:

IF YOU THINK THINGS ARE HECTIC NOW, YOU AIN'T SEEN NOTHIN' YET! IF YOU'RE WISE, YOU'LL BE HERE FOR...

"BIG APPLE BATTLEGROUND!"

WE WILL!

SPIDER-MAN ®

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the AMAZING SPIDER-MAN

HANG ON TO JAMESON, WEB-SLINGER! THE **PUNISHER** WILL SAVE YOU *BOTH!*

BUT WHO'S GOING TO SAVE *YOU*, HERO-- FROM THE **VENGEANCE OF THE HITMAN!**

AND WITH MY ***INJURED ARM***, I CAN'T SAVE ***ANY*** OF US!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

LEN WEIN: WRITER/EDITOR * ROSS ANDRU: ARTIST * JIM MOONEY: INKER * GLYNIS WEIN: COLORIST * JOE ROSEN: LETTERER

BIG APPLE BATTLEGROUND!

OKAY, IN 25 WORDS OR LESS, THE SITUATION IS **THIS**: THE **HITMAN** HAS KIDNAPPED **J. JONAH JAMESON** FROM HIS OFFICE AT THE DAILY BUGLE, AND SPIDEY AND THE PUNISHER ARE ATTEMPTING TO PREVENT THEIR **GETAWAY!**

BHUD-UD-UD-UD-AH!

THERE! NOW WHO SAYS THIS ISN'T THE **MARVEL AGE OF COMPACT RECAPS?**

PUNISHER-- ***NO!*** DON'T ***SHOOT!*** ONE STRAY BULLET-- AND YOU'LL ***KILL J. JONAH JAMESON!!***

LEAVE ME ***ALONE***, WEB-SLINGER! I'M BRINGING THAT 'COPTER ***DOWN***--

--***ONE*** WAY OR ***ANOTHER!!***

IRONIC, ISN'T IT? I'M ONLY BEING PAID TO ABDUCT YOU, JAMESON--

--BUT YOUR OWN FRIENDS MAY KILL YOU!

THAT BLASTED WALL-CRAWLER AND HIS TRIGGER-HAPPY SIDEKICK ARE NO FRIENDS OF MINE!

BHUD-UD-AH!

GIVE IT UP, HITMAN! YOU HAVEN'T GOT A CHANCE!

WELL, MAYBE HE DIDN'T HAVE ONE, BUT NOW...

SORRY, CHUM--

SPIDER-MAN-- DON'T--!

THWIP!

--BUT YOU DON'T REALLY LEAVE ME ANY CHOICE!

FOOL, I WOULDN'T HAVE HIT JAMESON! I WAS AIMING FOR THE ENGINE!

NOW YOU TELL ME!

WELL, MAYBE THERE'S STILL A WAY TO SAVE THIS FIASCO! IF I CAN JUST... OW!

CRUMBS! INJURED ARM THREW MY AIM OFF--!

BUT STILL...

DID IT! MY SPIDER-TRACER STUCK TO THE WHEEL!

NOW, AT LEAST, WE'LL BE ABLE TO TRACK THEM WHEREVER THEY GO!

DON'T UNDERESTIMATE THE HITMAN, MY FRIEND-- HE'S AN ELECTRONICS WIZARD IN HIS OWN RIGHT!

IF HE SPOTS YOUR HOMING DEVICE, HE'LL QUICKLY RENDER IT USELESS!

WE'D BETTER FOLLOW WHILE WE STILL CAN!

NO WAY, CHUMP! YOU AIN'T GOING NOWHERE!

HUH?

CRIPES! IT'S THE BUILDING GUARDS! I'D FORGOTTEN ABOUT THEM!*

*FROM LAST ISH, RIGHT?-- LEN.

BROK!

BLAST IT, WE'VE NO TIME TO SPARE NOW!

CHUD!

BETTER INCAPACITATE THEM, WEBHEAD -- BUT GENTLY AS POSSIBLE!

DON'T SWEAT IT, PAL! THIS IS HURTING ME A LOT MORE THAN IT DOES THEM!

POW!

WHUDD!

YOUR HUMOR IN THE FACE OF DANGER NEVER CEASES TO INFURIATE ME, WEB-SLINGER!

THIS ISN'T A GAME, MISTER -- IT'S WAR!!

AND IT'S ABOUT TO GET WORSE!

THERE THEY ARE -- AND THEY'VE PUT DOWN OUR FOUR BEST MEN!

REINFORCE-MENTS! WE'RE CORNERED!

SOMETHING TELLS ME IT'S TIME WE GOT OUT OF HERE!

EVER ZIPPED ACROSS TOWN ON A HANDY-DANDY WEB BEFORE, PUNISHER?

THWIP!

THWIP!

NOT EXACTLY, WALL-CRAWLER -- BUT I THINK IT'S ABOUT TIME I GOT INTO THE SWING OF THINGS!

BLAM!

BLAM!

BLAM!

OUCH! AND YOU COMPLAIN ABOUT MY SENSE OF HUMOR!

C'MON -- LET'S MOVE IT! THOSE POTSHOTS ARE STARTING TO COME FAR TOO CLOSE FOR COMFORT!

AND, SOON AFTER, WHEN THE STILL-DAZED **GUARDS** HAVE BEEN LED OFF THE **ROOF**-- AND THE PURSUIT OF SPIDEY AND THE PUNISHER HAS BEEN GIVEN UP AS **HOPELESS**...

DAILY BUGLE

FORGIVE ME FOR **CRYING**, MR. ROBERTSON. I'M NOT USUALLY THIS **EMOTIONAL!**

NO NEED TO **APOLOGIZE**, DR. MADISON. AFTER WHAT YOU'VE JUST **BEEN** THRU, YOU'RE **ENTITLED** TO A GOOD CRY.

AFTER ALL, YOU WOULDN'T BE **HUMAN** IF YOU DIDN'T EXPERIENCE **SOME** SORT OF REACTION!

YOU'RE A MOST **UNDER-STANDING** MAN, MR. ROBERTSON.

PLEASE-- CALL ME **ROBBIE**. EVERYONE **ELSE** DOES.

HERE, HONEY--TRY SOME **TEA**. AND DON'T YOU **WORRY** NONE--JJJ CAN TAKE CARE OF **HIMSELF**.

THANK YOU, MS. GRANT.

HEY, IT'S **GLORY**.

THEN THANK YOU... **GLORY**.

GLORY'S **RIGHT**, YOU KNOW. IF THE HITMAN HAD ONLY WANTED TO **KILL** HIM, JONAH WOULD BE VERY, VERY **DEAD** RIGHT NOW.

NO, I'M CERTAIN JAMESON WAS KIDNAPPED FOR A **REASON**...

...AND WE'LL DO WHATEVER WE **HAVE** TO DO-- WITHOUT **HESITATION**-- TO GET THE BOSS BACK **SAFE AND SOUND!**

AND THAT'S A **PROMISE**, LADY!

YOU REALLY **CARE** ABOUT JONAH--**DON'T** YOU, ROBBIE?

I'VE NEVER REALLY **THOUGHT** ABOUT IT, BUT...

YEAH-- I GUESS I **DO!**

DON'T LET IT **EMBARRASS** YOU, ROBBIE... SO DO **I!**

AND PLEASE-- CALL ME **MARLA**.

WELL THEN, WELCOME TO THE **CLUB**... MARLA.

WAR JOURNAL ENTRY NUMBER 416: THE WAR WAGON WAS STILL WAITING WHEN SPIDER-MAN AND I DOUBLED BACK! I GUNNED THE ENGINE-- AND WE TOOK OFF AFTER THE HITMAN...

...BUT COULD EVEN WE FIND ONE LONE "NEEDLE" IN A HAYSTACK OF TEN MILLION PEOPLE?

HOW ARE WE DOING, WEB-SLINGER?

SO FAR SO GOOD! HANG A LEFT AT THE NEXT CORNER!

HEY, STOP ME IF I'M BEING TOO PERSONAL-- BUT I GOT THE IMPRESSION BACK AT THE BUGLE THAT YOU KNEW THE HITMAN FROM SOMEWHERE!

I DO INDEED, MY FRIEND! IRONICALLY ENOUGH, I OWE THAT MAN MY LIFE!

YOU'RE KIDDING! WANT TO TALK ABOUT IT?

WHY NOT? WHAT'S PAST IS PAST, ISN'T IT?

"IT HAPPENED BACK IN THE 'NAM! I WAS PART OF A PATROL, SEEKING OUT VIET CONG INFILTRATORS--

"--WHEN THE WORLD ERUPTED INTO THUNDER ALL AROUND US!"

BWHUMP!

AMBUSH!! EVERYBODY-- SCATTER!!

WE'RE SURROUNDED, SARGE! WHAT'LL WE... ARRGHH!!

BHUD-UD-UD-AH!

FALL BACK!! I'LL COVER YOU AS LONG AS I CAN!

"MY MEN BROKE FOR THE UNDERBRUSH...

"...AND I HAD JUST TURNED TO FOLLOW THEM, WHEN IT HAPPENED! A GRENADE, A MINE-- I NEVER KNEW WHICH-- EXPLODED RIGHT BEHIND ME...

UUNNGGHH!!

"...AND I FIGURED MY WAR HAD COME TO AN END RIGHT THERE!"

"I LAY SPRAWLED ON THE STINKING JUNGLE *FLOOR*, MY BODY A WRITHING BALL OF *AGONY*--

"--AND A GANG OF *VIET CONG* CAME CHARGING OUT OF THE *SMOKE*, THEIR FINGERS ALREADY *TIGHTENING* ON THE TRIGGERS OF THEIR *WEAPONS*...

"...BUT *ANOTHER* FINGER WAS ALREADY *SQUEEZING* THE TRIGGER OF HIS M16!

TAK-AK-AK-AK!

"I'D NEVER SEEN ANYTHING *LIKE* IT! HE JUST STOOD THERE AND RE-TURNED THEIR *FIRE*, UNTIL THE REMAINING 'CONG BROKE AND *RAN*--

"--THEN HE DRAGGED ME INTO THE BUSHES AS IF I WERE A *CHILD*!"

HANG *IN* THERE, SOLDIER-- YOU'RE GOING TO BE *OKAY*!

BUT I... HOW CAN I EVER *REPAY*...?

JUST REMEMBER THAT YOU OWE ME A *LIFE*, SOLDIER.

WHO *KNOWS*? SOME-DAY I MIGHT HAVE TO *COLLECT* ON THE DEBT!

"AND THAT WAS THE LAST I EVER *SAW* OF LT. BURT KENYON! TWO MONTHS LATER, HE WAS DECLARED *MENTALLY UNFIT*-- AND DISCHARGED FROM THE *SERVICE*!"

I'VE LONG *SUSPECTED* KENYON WAS THE *HITMAN*, BUT I WASN'T SURE UNTIL I SAW HIM FACE TO...

HEY, PULL OVER TO THE SIDE -- *QUICK*! MY *SPIDER-SENSE* IS TINGLING LIKE *CRAZY*!

WHICH MEANS MY *TRACER* HAS TO BE *CLOSE BY*!

SWELL! THE TRACER *DID* FALL OFF THE 'COPTER *AFTER ALL*!

WE HAVEN'T GOT A *HOPE* OF FINDING JAMESON *NOW*!

I WOULDN'T BE TOO *CERTAIN* OF THAT, WALL-CRAWLER!

JUDGING FROM THIS BROKEN *FOLIAGE*, THE HITMAN'S CHOPPER *LANDED* HERE--AND THEN WAS *CARRIED* TO THAT *FARMHOUSE*!

THEN WHY ARE *WE* HANGING AROUND *HERE*?

WHILE, AT A PLUSH **PSYCHIATRIC CLINIC** ON MANHATTAN'S UPPER EAST SIDE--

--SPECIFICALLY, IN THE OFFICES OF A CERTAIN **DR. BARTON HAMILTON...**

OKAY, HARRY, LET'S TRY IT **AGAIN.** EXACTLY **WHY** DO YOU FEEL YOUR FIANCEE LIZ ALLEN **LEFT** YOU? *

I... I REALLY DON'T **KNOW,** DOC. I **LOVED** LIZ...WANTED TO GIVE HER **EVERYTHING...**

...BUT SHE JUST DIDN'T THINK SHE WAS **GOOD** ENOUGH FOR ME!

*AS EXPLAINED LAST ISH. --LEN.

ARE YOU CERTAIN THAT IT WASN'T THE **OTHER** WAY AROUND, HARRY-- THAT YOU THOUGHT PERHAPS **YOU** WERE TOO GOOD FOR **HER**?

AFTER ALL, YOU'VE HAD **DELUSIONS OF GRANDEUR** IN THE PAST AND...

WHAT--?!? WHAT ARE YOU **SAYING?**

NOBODY TALKS TO **HARRY OSBORN** THAT WAY, MISTER-- **NOBODY!!**

COME ON, HARRY-- YOU'RE LETTING YOUR **TEMPER** RUN AWAY WITH... **HUH?**

YOU ARROGANT **FOOL!**

YOU DARED TO **INSULT** ME AND THE WOMAN I **LOVE--**

--AND NOW YOU ARE GOING TO **PAY** FOR IT!!

HARRY-- **NO!!**

HARRY OSBORN'S FRENZIED LEAP **TOPPLES** THE DESK LAMP, AND PLUNGES THE OFFICE INTO **DARKNESS...**

...AND **IN** THAT DARKNESS, TWO WRITHING FIGURES **STRUGGLE** WITH A FURY BORN OF **MADNESS--**

--TRADING **BLOWS** THAT WOULD FELL THE STRONGEST PRO-FESSIONAL **PRIZEFIGHTER...**

...UNTIL, AT LENGTH...

IT IS **OVER!** THE ONLY ONE WHO COULD POSSIBLY **OPPOSE** ME IS FINALLY **BEATEN!**

NOW, AT LAST, THE TIME HAS COME FOR **THE GREEN GOBLIN** TO LIVE AGAIN!!

WAR JOURNAL ENTRY NUMBER 417: WE RECONNOITERED THE AREA SILENTLY, AND THE ONLY SOUNDS WE HEARD IN RETURN WERE THE CHEERFUL CHIRPING OF THE NIGHTBIRDS OUTSIDE THE BARN --

--AND THE MUTTERED CONVERSATION OF TWO YARDBIRDS WITHIN!

I STILL DON'T SEE WHY WE GOTTA FIX THE HITMAN'S MINI-COPTER, RALPH! WHY CAN'T HE HANDLE HIS OWN STUPID...

QUIET, MORTY--I THINK I HEAR SOMETHING!

HUH? I DON'T HEAR NOTHIN'!

WELL, IT COULDN'T HURT TO CHECK! I'LL BE RIGHT BACK!

BUT AS THE MINUTES PASSED...

HEY, C'MON, RALPH-- WHAT'S KEEPIN' YA? WE GOT WORK TA DO!

RALPH? HEY, MAN-- WHY DON'CHA ANSWER ME?

Y'KNOW, SOMETHIN'S WRONG HERE--AN' I BETTER FIND OUT WHAT!

'CUZ IF THERE IS SOMEBODY IN HERE, I'M GONNA CUT 'EM DOWN TA...

RALPH?!?

MMMPPP-HHHLL

HEY, WHAT HAPPENED TO YA, MAN? YER TRUSSED UP LIKE A TURKEY!

I COULDN'T HAVE PUT IT BETTER MYSELF... "TURKEY"!

THWAK!

THWAK!

HEY-- WHA--?!?

NOW, UNLESS YOU "GENTLEMEN" WANT TO BE STUFFED AND ROASTED LIKE TURKEYS--

--I THINK WE'RE GOING TO HAVE A PLEASANT LITTLE CHAT!

Y-Y-YOU NAME IT, MISTER--AN' IT'S YOURS!

THE IMPOSING STRUCTURE OF THE **BROOKLYN BRIDGE** LOOMS LIKE SOME GROTESQUE **MONOLITH** AGAINST THE DARKENING SKY, **DWARFING** THE SLEEK **SPEEDBOAT** THAT RACES BETWEEN ITS WIDE-SPREAD LEGS--

--AND **MUTING** THE STRIDENT **SHOUTING** OF ONE OF THE SEACRAFT **PASSENGERS!**

YOU WON'T GET **AWAY** WITH THIS, MISTER!

LOOK, MAYBE I CAN MAKE **AMENDS** TO YOU! WH-WHY DON'T YOU JUST TAKE ME **BACK** TO THE DAILY BUGLE--

--AND I'LL WRITE A **NEW** SERIES OF EDITORIALS, TELLING THE **WORLD** YOU'RE REALLY...

REALLY, MR. JAMESON--THAT'S THE **SECOND** OLDEST CLICHÉ IN THE BOOK. I'D HAVE EXPECTED MORE **ORIGINALITY** FROM THE ELOQUENT AUTHOR OF SUCH SCATHING **EDITORIALS!**

E-E-EDITORIALS? **WHAT** EDITORIALS?

COME **ON**, JAMESON--YOU SHOULD BE **PROUD** OF YOUR OPINION PIECES OPPOSING THE **PEOPLE'S LIBERATION FRONT!**

PLEASE--SAVE YOUR **BREATH!** IT WOULD BE A **SHAME** FOR YOU TO EAT YOUR WORDS AT **THIS** LATE DATE!

ESPECIALLY SINCE WE HAVE TO KILL YOU **ANYWAY!**

I'M AFRAID YOUR DEATH IS **NECESSARY**, MR. JAMESON--TO SERVE AS AN **EXAMPLE** TO OTHERS OF YOUR ILK!

AFTER ALL, THEY'RE ABOUT TO BE THE **DEATH** OF YOU!

NOTHING **PERSONAL** ON **MY** PART, YOU UNDERSTAND--JUST **BUSINESS!**

SO **THAT'S** WHAT THIS IS ALL ABOUT--!

THEN DO YOUR **WORST**, YOU SNIVELLING **CREEP!** EVERY SINGLE **WORD** I WROTE ABOUT THE PLF IS ABSOLUTELY **TRUE**--

--AND IF MY EDITORIALS HAVE OPENED JUST **ONE** PERSON'S EYES TO THE DANGERS OF YOUR SELF-STYLED BRAND OF **TERRORISM**, THEN MY **DEATH** WON'T BE IN **VAIN!**

VERY **NOBLE**, MR. JAMESON--AND ALSO VERY **STUPID!**

NOW BE **QUIET**, PLEASE! WE'VE REACHED OUR **DESTINATION**...

"...THE **STATUE OF LIBERTY!**"

SLOWING ITS **ENGINES**, THE SPEED-BOAT SLIDES TO A **HALT** BEFORE THE LIBERTY ISLAND **PIER**--

--WHERE A MOST UNRECEPTIVE **WELCOMING COMMITTEE** STANDS WAITING!

GOOD EVENING! MIND IF WE **TIE UP**?

IN A WORD--**YES!** WHAT DO YOU **WANT** HERE, MISTER?

KISMET 1056-G

WHAT **ELSE**? MY FRIENDS AND I HAVE COME TO SEE THE PRETTY **LADY!**

ONE **WORD**, JAMESON-- AND YOU **ALL** BUY IT!

MAN, HAVE YOU GOT **YOUR** WIRES CROSSED! THE STATUE IS **CLOSED** FOR THE NIGHT, MISTER! YOU'LL HAVE TO COME BACK **TOMORROW!**

WE'VE COME A LONG **WAY**, FRIEND! ANY CHANCE OF MAKING AN **EXCEPTION**?

NOT A **ONE!** YOU'D BETTER **SHOVE OFF** NOW, MISTER!

ANYTHING YOU **SAY**, FRIEND-- BUT AT LEAST YOU **CAN'T** SAY WE DIDN'T **TRY!**

OH--UH--BY THE WAY, BEFORE WE **GO**, THERE'S SOMETHING WE'D ALMOST **FORGOTTEN!**

YEAH? WHAT'S **THAT**?

WHUMP!

WE JUST WANTED TO LEAVE YOU-- **THESE!!**

WHUMP!

PLEASANT **DREAMS**-- YOU SIMPLE-MINDED **SWINE!**

OKAY, EVERYONE-- **OUT OF THE HOLD!**

MOVE **QUICKLY**, BROTHERS-- WE HAVE NO TIME TO **WASTE!**

NO NEED TO **WORRY!** WE'VE BEEN **TRAINING** FOR THIS MOMENT FOR **MONTHS!**

THE *SOMNA-GAS* WILL KEEP THOSE CAPITALIST *PUPPETS* OUT OF OUR HAIR FOR SEVERAL *HOURS*--

--*MORE* THAN ENOUGH TIME TO DO WHAT *MUST* BE DONE!

EVERYTHING IS *CLEAR* UP AHEAD! THE STATUE IS *DESERTED!*

THEN WE'D BEST GET *MOVING*, MR. JAMESON! YOU WOULDN'T WANT TO BE *LATE* FOR YOUR DATE WITH *DESTINY!*

WHAT ARE YOU MANIACS PLANNING TO *DO*?

ACTUALLY, IT'S QUITE *SIMPLE!* WE INTEND TO PLANT *HIGH EXPLOSIVES* THROUGHOUT THE STATUE--

"--THEN WE'RE GOING TO *DE-STROY* THIS SYMBOL OF THE PEOPLE'S OPPRESSION, WITH *YOU* STANDING SQUARELY ON *TOP* OF IT!"

Y-YOU'RE *INSANE!*

NO--MERELY *DETERMINED!*

FRANK! MILO! YOU STAND GUARD DOWN *HERE!* THE REST OF US ARE GOING ON *UP!*

*AND WHEN THE UNDERGROUND ARMY HAS DISAPPEARED INTO THE VERY **HEART** OF LADY LIBERTY...*

DON'T KNOW WHY *WE* ALWAYS DRAW GUARD DUTY, FRANK! I WANTED TO BE *IN* ON... *HUH?*

THAT *SOUND*--! SOMETHING'S COMING THIS *WAY!* I DON'T SEE ANOTHER *SPEEDBOAT*, SO *WHAT*...?

HEY-- UP IN FRONT OF THE *MOON*-- *LOOK!!*

IT'S THE HITMAN'S REMOTE-CONTROLLED *MINI-COPTER!* RALPH AND MORTY MUST'VE *REPAIRED* IT-- AND THEY'RE BRINGING IT *HERE!*

BUT THEY WERE ORDERED TO STAY AT THE *BARN!* WHY DID THEY *DISOBEY*...?

HEY, THAT'S *NOT* RALPH AND MORTY! IT'S...

...AARRGGHH!!

BHUD-UD-UD-UD-AH!

*WAR JOURNAL ENTRY NUMBER 418: THE PLF PUNKS **FELL** BEFORE MY FIRST **BURST**--AND THE FINAL CONFRONTATION WAS **BEGUN!***

IMPOSSIBLE! IT'S SPIDER-MAN-- AND THE ONE THEY CALL THE PUNISHER!
THEY'VE FOUND US-- BUT HOW?
I'D HAVE BEEN DISAPPOINTED IF THEY HADN'T, FRIEND! BACK IN 'NAM, THE PUNISHER COULD TRACK A LONE MOSQUITO THRU A SWAMP!
HE'S A REAL SOLDIER'S SOLDIER--
--AND I'M GOING TO HATE HAVING TO KILL HIM!
THE WEB-SLINGER FOLLOWED ME HERE?
BUT AFTER ALL I'VE DONE TO HIM... WHY?
THOSE MERCY-BULLETS I FORCED YOU TO USE--AND MY WEBBING-- WILL KEEP THESE CLOWNS OUT OF ACTION! BUT NOW WHAT?
I'LL GO UP INSIDE THE STATUE, WALL-CRAWLER-- YOU TAKE THE OUTSIDE--AND I'LL MEET YOU AT THE TOP!
WAR JOURNAL ENTRY NUMBER 418--CONTINUED: THERE WERE TWO POSSIBLE ROUTES I COULD TAKE-- BUT THE TIME FACTOR ALLOWED ME NO CHOICE!
I STABBED THE BUTTON-- AND THE ELEVATOR HUMMED TO LIFE!
HEY-- LISTEN!
SOMEONE'S COMIN' UP IN THE ELEVATOR!
WELL, WHOEVER IT IS IS A FOOL! HE'S A SITTING DUCK INSIDE THAT CAGE!
EASY NOW-- THE DOORS ARE OPENING!
OKAY, GUY--NOW! CUT THAT SUCKER TO PIECES!!
BHUD-UD-UD-AH!
CHUD-UD-UD-OW!
BUT WHEN THE CORDITE-SCENTED SMOKE AT LAST CLEARED...
HUH? THE ELEVATOR-- IT'S EMPTY?!?
I-- I DON'T GET
BUT YOU WILL, PUNK--
HUH?
--YOU WILL!!
BHUD-UD-UD-AH!

THAT BLASTED WALL-CRAWLER IS *SMART!*

HE KEEPS MOVING AROUND SO I CAN'T GET A DECENT *SHOT* AT HIM!

I--I DON'T *UNDERSTAND* IT! WHY IS SPIDER-MAN RISKING HIS *LIFE* TO SAVE *MINE*?

ALL THESE YEARS, COULD I HAVE BEEN *WRONG* ABOUT HIM?

WOULD SOMEONE PLEASE *EXPLAIN* WHAT IN BLAZES I'M *DOING* HERE? FOR YEARS, JOLLY JONAH HAS TRIED TO STRING ME UP BY MY *THUMBS*--

--SO WHY AM I PUTTING MY *HEAD* ON THE BLOCK NOW TO *RESCUE* HIM?

NO--DON'T *TELL* ME! I ALREADY *KNOW*! MY OWN *UNCLE BEN* DIED BECAUSE I ONCE STOOD BY AND DID *NOTHING*--

--AND I CAN NEVER LET *ANYONE*-- NOT EVEN *JAMESON*-- SUFFER FOR MY INDIFFERENCE *AGAIN!*

THIS ENTIRE OPERATION HAS GONE *SOUR!* AND SINCE I FULFILLED MY *CONTRACT*, BY DELIVERING *JAMESON* TO YOU--

--I THINK I'M GOING TO SUMMON MY REMOTE-CONTROLLED *COPTER*--AND TAKE MY *LEAVE!*

WHAT--?!?

YOU'RE NOT GOING *ANYWHERE*, HITMAN! TONIGHT THE PLF STRIKES A SYMBOLIC *BLOW* AGAINST THE PEOPLE'S *OPPRESSION*--

--AND IF WE ALL MUST *DIE* SO THAT OUR MISSION CAN *SUCCEED*, THEN *SO BE IT!!*

IF YOU'RE ALL THAT ANXIOUS TO *DIE*, FRIEND --

CHUD-UD-OW!

--I'M MORE THAN HAPPY TO *OBLIGE* YOU!

NOOOOO--!

BLAST! SPIDER-MAN IS ALMOST UPON ME!

HI, GUY! HOW'D YOU LIKE TO BE ORIGINAL--AND SURRENDER WITHOUT A FIGHT?

SORRY, WEBHEAD-- BUT WITH MY ESCAPE VEHICLE WAITING, I'VE NO NEED TO SURRENDER AT ALL!

FAREWELL, MY FRIEND-- PERHAPS WE'LL MEET AGAIN!

YOU BET WE WILL, HITMAN-- SOONER THAN YOU THINK!

'CAUSE WHEREVER YOU'RE GOING, I'M GOING WITH YOU!

FOOL, YOUR ADDED WEIGHT HAS THROWN THE 'COPTER OFF-BALANCE! LET GO-- BEFORE WE CRASH!

I'VE GOT SOME UNPLEASANT NEWS FOR YOU, FELLA--

SKRASH!

--IT'S ALREADY TOO LATE!!

NO-- IT'S NEVER TOO LATE! ANY SOLDIER WORTH HIS SALT CAN TURN AN UPSET INTO AN ADVANTAGE!

THERE'S STILL A FINAL PAWN TO BE PLAYED-- J. JONAH JAMESON!

WH-WHAT ARE YOU TALKING ABOUT, YOU MANIAC?

KEEP AWAY FROM ME, DO YOU HEAR ME? KEEP AWAY!!

BUT BEFORE THE JABBERING JONAH CAN SCRAMBLE AWAY, THE HITMAN'S IRON-THEWED FOREARM IS ALREADY SNAKING AROUND HIS NECK--

--AND WHEN THE WOUNDED **WEB-SLINGER** WHIRLS TO **FACE** THEM ONCE MORE...

LANDED RIGHT ON MY INJURED **ARM** AGAIN-- MY HEAD'S **SPINNING**-- BUT I CAN'T LET THE HITMAN **KNOW** THAT!

I'M **WARNING** YOU, WEBHEAD-- **STAY BACK!**

ONE STEP **CLOSER**-- AND I'LL BLOW JAMESON'S **HEAD** OFF!

P-P-PLEASE, WALL-CRAWLER-- **LISTEN** TO HIM!

SORRY, JONAH-- BUT I DON'T BELIEVE A **WORD** OF IT! HE **CAN'T** KILL YOU...

IF HE **DOES**, THERE'LL BE **NOTHING** STANDING BETWEEN THE HITMAN-- AND **ME!**

NOTHING, HERO?

YOU'RE FOR-GETTING-- **THIS!!**

BHUD·UD·AH!

MY SPIDER-SENSE-- **TINGLING!** GOT TO **MOVE** BEFORE...

AARRGGHH!!

BLAST IT, I'M JUST SECONDS **TOO LATE!**

BUT ONE WAY OR **ANOTHER**, SPIDER-MAN WILL BE **AVENGED!**

KNOWING YOU, I DON'T **DOUBT** IT!

THEN DROP THE **WEAPON**, KENYON-- BEFORE I DROP **YOU!**

YOU'RE **BLUFFING**, MY FRIEND! YOU **KNOW** WHAT I'LL DO IF YOU **TRY** THAT!

ULP.

LOOK, WHY ARE WE FACING EACH OTHER **DOWN** LIKE THIS, PUNISHER? WE'RE TWO OF A **KIND**, YOU AND I!

WE COULD GO ALL THE WAY TO THE TOP OF THE HEAP-- **TOGETHER!**

THE ONLY HEAP **YOU'LL** EVER KNOW, KENYON, IS THE **GARBAGE HEAP** THEY'LL BURY YOU BENEATH!

THEN DISCUSSION-TIME IS **OVER**, MY FRIEND! PUT YOUR WEAPON DOWN **NOW**, PUNISHER-- OR JAMESON IS A **DEAD MAN!!**

WAR JOURNAL ENTRY NUMBER 419: THE LOOK IN THE HITMAN'S EYES LEFT NO ROOM FOR DOUBT; HE WOULDN'T HESITATE TO MURDER HIS HOSTAGE IF I REFUSED TO OBEY HIM-- AND THAT WAS MY BIGGEST PROBLEM!

FOR I HAD SWORN NO INNOCENT WOULD EVER BECOME A VICTIM OF MY PRIVATE WAR AGAINST THE UNDERWORLD-- EVEN IF IT MEANT LOSING MY OWN LIFE INSTEAD...

...WHICH WAS PRECISELY WHAT WAS ABOUT TO OCCUR!

OKAY, KENYON-- YOU WIN!

I'M PUTTING MY WEAPON DOWN-- SO WE CAN TALK!

THAT'S IT, PUNISHER-- KEEP HIM DISTRACTED JUST A FEW SECONDS LONGER...

...AND MAYBE WE CAN FINALLY PUT AN END TO THIS FIASCO!

SPIDER-MAN-- ALIVE?!?

HATE TO DISAPPOINT YOU, HITMAN, BUT I BACK-FLIPPED OUT OF THE WAY JUST AS YOU PULLED THE TRIGGER...

...THEN USED MY TRUSTY WEBBING TO SWING UP BEHIND YOU!

GOOD GOING, WEB-SLINGER!

WELL, YOU WON'T ESCAPE ME THIS TIME, INSECT!

MADE IT--

--BUT MY INJURED ARM IS GOING NUMB!

IN PITY'S NAME-- DON'T DROP ME!

KENYON-- THAT'S ENOUGH!

NO! IT'LL NEVER BE ENOUGH, UNTIL...

...UUNNHH!!

BHUD-UD-AH!

FOOL, YOU LEFT ME NO CHOICE!

PLEASE, YOU-- YOU'VE GOT TO HELP ME, SOLDIER!

REMEMBER-- YOU OWE ME A LIFE!

C'MON, PUNISHER-- GIVE ME A HAND!

I-- I'M STARTING TO LOSE MY GRIP!

ONLY TIME TO SAVE ONE OF THEM--

--BUT WHICH? WHICH??

IT WAS A QUESTION THAT NEEDN'T TRULY DESERVE ANSWERING!

CAN'T FEEL MY FINGERS ANYMORE... STARTING TO SLIP...

HELP ME, PUNISHER!!

HANG ON WEB-SPINNER-- I'LL PULL YOU BOTH TO SAFETY!

BUT WHAT ABOUT ME, SOLDIER-- WHAT ABOUT ME??

TRY TO HOLD ON, KENYON! I'LL BE WITH YOU AS SOON AS I CAN!

NO CHANCE-- I'LL NEVER LAST! BESIDES, YOU'VE ALREADY MADE YOUR CHOICE!

I TOLD YOU YOU OWED ME A LIFE, SOLDIER-- BUT I NEVER SAID IT HAD TO BE MINE!

LOOKS LIKE... WE'RE EVEN.

KENYON!

WAR JOURNAL ENTRY NUMBER 420: EX-LIEUTENANT BURT KENYON LAY DEAD IN THE COURTYARD BELOW, SPRAWLED AWKWARDLY LIKE SOME DISCARDED RAG DOLL.

HE HADN'T UTTERED A SINGLE SOUND ALL THE WAY DOWN.

FOR NOTHING! IT WAS ALL FOR NOTHING! WHAT A TERRIBLE WASTE!

NO, PAL-- MAYBE THIS IS WHAT HE REALLY WANTED ALL ALONG. MAYBE HE'S FINALLY AT PEACE!

I SINCERELY HOPE YOU'RE RIGHT, MY FRIEND! FOR HIM AT LEAST, THE WAR IS FINALLY OVER!

BUT MY WAR, GOD HELP ME, MAY GO ON FOREVER!

NEXT ISSUE:

THE MOST FRIGHTENING SUPER-FOE OF ALL RETURNS, AND SPIDER-MAN IS HELPLESS TO STOP HIM! BE HERE FOR...

"HE WHO LAUGHS LAST...!"

SPIDER-MAN ®

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the AMAZING SPIDER-MAN®

YOU!?! WHAT HAVE YOU DONE TO FLASH THOMPSON?

NOTHING, WEB-SLINGER--COMPARED TO WHAT THE DEADLIEST SUPER-FOE OF ALL IS ABOUT TO DO TO YOU!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

LEN WEIN WRITER / EDITOR * ROSS ANDRU ILLUSTRATOR * TONY DeZUNIGA EMBELLISHER * GLYNIS WEIN COLORIST * JOE ROSEN LETTERER

HE WHO LAUGHS LAST...!

ONE OF THE **BEST** THINGS ABOUT LIVING IN **NEW YORK CITY** IS THAT YOU NEVER KNOW JUST **WHAT** YOU'RE GONNA SEE **NEXT!**

TAKE, FOR EXAMPLE, THE UNLIKELY **DUO** CURRENTLY SWINGING WILDLY THROUGH THE GREY-FLECKED MIDNIGHT **SKY**...

CAN'T YOU SWING ANY **SLOWER**, WEB-SLINGER? THE **WIND** IS MAKING MY **EYES** STING!

AND, FOR HEAVEN'S SAKE, STOP **TWISTING** LIKE THAT--BEFORE YOU MAKE ME LOSE MY **GRIP!**

IF YOU DON'T KEEP **QUIET**, JONAH--I MAY JUST DROP YOU RIGHT **HERE!**

IF THERE'S ONE THING NOBODY CAN **STAND**, IT'S A **BACKSEAT DRIVER!**

Y-YOU'RE NOT SERIOUS... ARE YOU?

DON'T TEMPT ME.

LOOK--WE'VE REACHED YOUR OFFICES! HERE, THANK THE LORD, IS WHERE YOU GET OFF!

BUT HOW--THEY'VE BOARDED UP THE WINDOWS AFTER YOU AND THE PUNISHER KICKED THEM IN!*

*IN ISSUE #174, RIGHT? --LEN.

IF YOU THINK SOMETHING AS INSIGNIFICANT AS THAT IS GOING TO KEEP ME FROM GETTING RID OF YOU, MISTER--

THRAKK!

--THINK AGAIN!!

THERE YOU GO, JONAH--ALL SAFE AND SOUND!

HUMFPH

HEY, YOU COULD THANK ME, Y'KNOW, I DID JUST SAVE YOU FROM BEING MURDERED!

WELL, DON'T HOLD YOUR BREATH WAITING, WALL-CRAWLER!

FOR ALL I KNOW, YOU COULD HAVE SET UP THAT WHOLE THING--MY KIDNAPPING BY THE HITMAN AND ALL THE REST*-- JUST TO MAKE YOURSELF LOOK GOOD!

THERE'S NOTHING I WOULDN'T PUT PAST YOU!

HUH?

*AS DETAILED THESE PAST TWO ISSUES. --LEN AGAIN.

Y'KNOW, YOU ALMOST MADE IT!

MADE WHAT?

YOU ALMOST MADE IT THROUGH AN ENTIRE CONVERSATION WITHOUT MAKING ME WANT TO SLUG YOU ONE!

YOU CAN'T THREATEN *ME*, BUSTER! WE'RE IN *MY* OFFICE NOW! THIS IS MY *DOMAIN*--

--AND *J. JONAH JAMESON* DOESN'T TAKE THIS KIND OF GUFF FROM *ANYBODY*, LET ALONE *YOU!*

YOU *FINISHED*, FELLA?

FINISHED? WEB-SLINGER, I HAVEN'T EVEN *BEGUN* YET!

BY THE TIME MY NEWSPAPER AND I ARE *DONE* WITH YOU, YOU'LL NEVER BE ABLE TO SHOW YOUR *MASK* IN THIS TOWN AGAIN!

JAMESON, YOU'RE *ASKING* FOR IT--

--AND, FOR A CHANGE, YOU'RE GOING TO *GET* IT!

HEY, WH-WHAT ARE YOU *DOING* TO ME?

NOTHING YOU DON'T DESERVE *TWICE OVER*, BRIGHT-EYES!

B-BLAST YOU--ST-ST-STOP THIS CHAIR--!

NO *CHANCE!* IT'S ABOUT TIME YOU GOT INTO THE *SPIN* OF THINGS, JONAH--

--AND, FRANKLY, I HOPE IT MAKES YOU *NAUSEOUS!*

COME *BACK* HERE, INSECT! YOU HAVEN'T HEARD THE *LAST* OF THIS!

DO ME A *FAVOR*, JAMESON--*NEXT* TIME YOU NEED SOMEONE TO SAVE YOUR SKIN, CALL THE *AVENGERS*, OKAY?

I HEAR THEY WORK ON *COMMISSION!*

WHOK!

LAUGH *NOW*, WEB-HEAD, BUT I'M GOING TO... *UUNNHH!!*

WELL, WHADDAYA *KNOW*--THAT SOUND PROVES ME *RIGHT!*

JONAH'S HEAD *IS* HOLLOW!

THE WEB-SLINGER IS STILL **SMILING** WHEN HE FINALLY REACHES HIS SHABBY CHELSEA **APARTMENT**, PEELS OFF HIS **COSTUME**, AND TUMBLES INTO **BED**--

--WHICH IS WHERE WE **RE-JOIN** THE STILL-EXHAUSTED **PETER PARKER** EARLY THE FOLLOWING **MORNING**...

...AND THIS IS THE **SEVEN O'CLOCK NEWS!** ON THE **NATIONAL** FRONT, PRESIDENT CARTER WAS ONCE AGAIN **QUESTIONED** TODAY...

EH?

...REGARDING THE CURRENT **WHERE-ABOUTS** OF HIS VICE-PRESIDENT WALTER MONDALE. THE PRESIDENT RESPONDED BY..:CLICK!

STUPID **RADIO**... WAKIN' ME INNA MIDDLE'A THE **NIGHT**...

I'M A WOUNDED MAN... I NEED ALL THE **SLEEP** I CAN...

HEY--MY ARM--!?!

WITHOUT **THINKING**, I USED IT TO TURN OFF THE **RADIO**--

--AND I DIDN'T EVEN **FLINCH!**

FANTASTIC! AFTER ALL I'VE PUT IT THROUGH, IT'S ALMOST COMPLETELY **HEALED**...

...AND THE **BULLET WOUND** HASN'T EVEN LEFT A **SCAR!**

GUESS ALL I NEEDED WAS A GOOD NIGHT'S **SLEEP**, SO I COULD **RECUPERATE!**

MAYBE THERE **ARE** SOME ADVANTAGES TO HAVING **SPIDER-POWERS** AFTER ALL!

AND, SHORTLY...

HEY, WATCH WHERE YER **GOIN'**, PARKER!

SORRY ABOUT THAT, MRS. MUGGINS.

GLORIOUS **DAY**, ISN'T IT?

WHOOPEE!

IF YA ASK **ME**, I THINK THAT WHOLE **GENERATION** IS OFF ITS **ROCKER!**

AND, NOT TOO LONG AFTER, IN A QUIET FOREST HILLS **APARTMENT HOUSE**...

IT'S BEEN A **WHILE** SINCE I DROPPED BY TO SEE **AUNT MAY.**

5C

IT'LL MAKE THAT SWEET OLD LADY'S **DAY** TO HAVE A CHANCE TO **FUSS** OVER ME! SHE'S ALWAYS...

EH? LOOKS LIKE A **NOTE** ON HER DOOR!

"DEAR ANNA; SORRY TO LEAVE **EARLY**, BUT I'D FORGOTTEN THE **DEMONSTRATION** WE HAD PLANNED AT **CITY HALL**. I'LL TRY TO BE HOME BEFORE DARK. LOVE, MAY. P.S. DON'T FORGET YOUR **RUBBERS** IF YOU GO OUT. IT LOOKS LIKE **RAIN**."

Dear Anna
Sorry to leave
but I'd forgotte
monstration we h
be hom a unn-og..
love
May
P.S. Don't forget yo
if you go out of

YEP, SHE IS **ONE-OF-A-KIND**, THAT LADY!

IT TAKES OUR HERO 45 MINUTES TO CATCH THE "**E**" **TRAIN** BACK INTO MANHATTAN, AND DOWN TO **CITY HALL**, WHERE...

I STILL CAN'T GET OVER THIS NEW **MILITANT ATTITUDE** AUNT MAY HAS ACQUIRED LATELY.

WITH HER HISTORY OF **HEART TROUBLE**, I WORRY ABOUT WHAT SHE'S LIABLE TO **DO** TO HERSELF--

--BUT SO LONG AS IT SEEMS TO BE **STRENGTHENING** HER SOMEHOW, I'M NOT GOING TO **COMPLAIN!**

MAN, THERE'S QUITE A **CROWD** HERE! I HOPE I CAN **FIND** HER AMONG ALL THESE...

UH-OH.

OLD PEOPLE HAVE RIG

YOUNG MAN, STAND **ASIDE!** I'M GOING TO TAKE OUR PETITION TO THE **MAYOR!**

I'M VERY **SORRY**, MA'AM-- BUT HE'S IN **CONFERENCE** RIGHT NOW! I CAN'T ALLOW YOU TO GO **IN** THERE!

SWEET HEAVEN, WHAT'S AUNT MAY **DOING**?

YOUNG MAN, DON'T YOU **DARE** ORDER ME ABOUT LIKE THAT! I'M OLD ENOUGH TO BE YOUR **SISTER!**

WAK!

PLEASE, MA'AM-- I'M ONLY DOING MY **JOB!**

AND I'M ONLY DOING **MINE!** NOW **STEP ASIDE!!**

I'M **SORRY**, MA'AM-- BUT I **CAN'T!**

AND IF YOU'RE GOING TO KEEP **BATTERING** ME, I'M AFRAID I'LL HAVE TO **DISARM** YOU!

YOUNG MAN, I'M **WARNING** YOU! I...

UUNNHH!!

MA'AM? MA'AM, ARE YOU *ALL RIGHT?*

AUNT MAY?

PLEASE, MA'AM, TELL ME WHAT'S *WRONG?* IS THERE ANYTHING I CAN DO TO *HELP?*

IT'S MY *HEART*... THE *STRAIN*... IT WAS TOO MUCH... *TOO MUCH*...

AUNT MAY!!

HOLD ON, AUNT MAY-- I'M *COMING!!*

YOU--TAKE YOUR HANDS *OFF* OF HER! YOU'RE THE ONE *RESPONSIBLE* FOR THIS!

EASY, SON-- I'M ONLY TRYING TO *HELP*--!

I SAID-- *LEAVE*-- *HER*-- *ALONE!!*

HUNH?!?

OKAY, THAT *DOES* IT! I'M *TIRED* OF BEING *PUSHED AROUND!*

YOU PUT YOUR *HANDS* UP, FELLA--AND I MEAN *NOW!!*

CRAWFORD-- *WAIT!*

WAIT FOR *WHAT?* THAT KID ISN'T *NORMAL!* DIDN'T YOU *SEE* THE WAY HE TOSSED ME *AROUND?*

HE'S GOT *SUPER-HUMAN POWERS!*

EASY, CRAWFORD--YOU'RE LETTING YOUR *IMAGINATION* RUN AWAY WITH YOU!

I'VE HEARD *DOZENS* OF STORIES ABOUT PEOPLE WHO ACCOMPLISHED SEEMING *MIRACLES* IN TIMES OF EXTREME *STRESS!*

I DON'T SEE ANY SUPER-HUMAN *FIEND* THERE, BUDDY--I JUST SEE A BOY WHO *CARES* ABOUT HIS AUNT!

YEAH, SARGE...I GUESS MAYBE YOU'RE *RIGHT.*

I'LL GIVE THE KID A *BREAK.*

P-PETER...? IS THAT...YOU? I...I'M SORRY, PETER...I DIDN'T MEAN... TO UPSET YOU...

HUSH, AUNT MAY. YOU JUST *LIE* THERE--AND TRY NOT TO *WORRY.*

I'M GOING TO TAKE *CARE* OF YOU... I *SWEAR* IT!

OFFICER, MY NAME IS *PETER PARKER.* I'M THE LADY'S *NEPHEW*--AND I'D LIKE TO *RIDE* WITH HER TO THE *HOSPITAL,* IF IT'S POSSIBLE.

WELL, IT'S NOT EXACTLY *ROUTINE,* BUT... I'LL SEE WHAT I CAN *DO!*

AMBULANC

YOU JUST HANG *IN* THERE, AUNT MAY. YOU'RE GOING TO BE *ALL RIGHT,* DO YOU *HEAR* ME?

IF THERE'S ANY *JUSTICE* IN THIS WORLD...YOU'RE GOING TO BE *FINE!*

I'LL...ALWAYS BE FINE, PETER...SO LONG AS I...HAVE YOU...

LORD, SARGE, I FEEL SO *RESPONSIBLE* FOR ALL THIS! AS LONG AS I LIVE, I'M GOING TO REMEMBER THE LOOK OF *PAIN* ON THAT OLD LADY'S *FACE!*

DON'T LET IT *GET* TO YOU, CRAWFORD-- IT'S NOT YOUR *FAULT!* THIS SORT OF THING COMES WITH THE *TERRITORY!*

SOMETIMES, THIS IS JUST A DIRTY *JOB.*

PO

AMBULANCE

NEWHOPE MEMORIAL HOSPITAL, SOME TIME LATER: WHERE A FRANTIC PHONE CALL HAS SUMMONED AN ALMOST-RELUCTANT MARY JANE WATSON...

LORD, I HATE HOSPITALS! THERE'S SOMETHING ABOUT THEM SO SOMBER, SO DEPRESSING--!

I'D RATHER BE ALMOST ANYWHERE ELSE RIGHT NOW...

"...BUT POOR PETEY NEEDS ME!"

I ALMOST BLEW MY WHOLE SECRET IDENTITY BACK THERE ON THE CITY HALL STEPS -- BUT SOMEHOW, I CAN'T REALLY CARE!

IT JUST DOESN'T SEEM TO MATTER!

NOTHING REALLY MATTERS NOW -- EXCEPT AUNT MAY!

SHE'S DEVOTED HER LIFE TO ME -- AND ALL I'VE EVER GIVEN HER IN RETURN IS A MESS OF GRIEF!

PLEASE, LET HER GET WELL AGAIN -- AND I SWEAR I'LL DO ANYTHING, EVEN GIVE UP...

EASY, TIGER -- DON'T SAY ANYTHING YOU MIGHT REGRET LATER ON!

OH... HI, MARY JANE.

THANKS FOR COMING.

HEY, DO YOU THINK I'D LET MY FAVORITE BROWN-EYED BOOKWORM GO THROUGH THIS ALONE?

I KNOW HOW HARD THIS ALL MUST BE FOR YOU -- AND I'M HERE TO LEND SOME MORAL SUPPORT.

I APPRECIATE THAT, PRETTY LADY, MORE THAN YOU COULD EVER KNOW!

IT'S THE WAITING THAT'S THE WORST PART--

--HAVING TO SIT HERE FEELING IMPOTENT, WHILE THE DOCTORS DO WHAT THEY CAN FOR AUNT MAY--

--KNOWING THERE'S NOTHING I CAN DO TO HELP!

YOU'RE HERE, PETEY -- AND YOU'RE PRAYING FOR HER -- AND MAYBE THAT'S ALL ANYBODY CAN DO.

PETER *PARKER*?

UH... *YEAH.* MY *AUNT*...?

SHE'S *AWAKE* NOW--AND *ASKING* FOR YOU. YOU CAN *SEE* HER FOR A MOMENT, IF YOU'D LIKE.

HOW *IS* SHE, DOC?

WELL, THE *ATTACK* APPEARS TO HAVE BEEN A *MILD* ONE--BUT HER CONDITION IS STILL QUITE *DELICATE.*

WE'D LIKE TO HOLD HER FOR *OBSERVATION* FOR A FEW DAYS, IF YOU DON'T *MIND.*

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DO WHATEVER YOU *HAVE* TO, DOC--JUST SO LONG AS IT *HELPS.*

THAT'S WHAT WE'RE *HERE* FOR, SON.

TRY TO MAKE THIS VISIT *BRIEF*, OKAY? THE LADY NEEDS HER *REST.*

AUNT MAY, H-HOW *ARE* YOU? THE *DOCTOR* SAID...

OH, *PISH*-POSH, PETER--WHAT DO *DOCTORS* KNOW? I...I CAN HARDLY WAIT TO GO *HOME!*

THERE ARE SO MANY *SICK* PEOPLE HERE.

NOW *THAT'S* THE MAY PARKER WE ALL KNOW AND *LOVE!*

LITTLE LADY, DON'T YOU EVER DARE *WORRY* US LIKE THAT *AGAIN!*

FORGIVE ME, PETER DEAR. I KNOW HOW WORRYING CAN UPSET YOUR *STOMACH.*

YOU NEVER *CHANGE*, DO YOU? *YOU* HAVE AN *ATTACK* ON THE STEPS OF *CITY HALL*--

--ANY YET ALL YOU'RE *CONCERNED* ABOUT IS WHETHER OR NOT I'VE REMEMBERED TO *CHANGE MY SOCKS!*

WELL, *SOMEBODY* HAS TO LOOK OUT FOR YOU, PETER. YOU'RE SUCH A *DELICATE* BOY.

UH...YOU *DID* REMEMBER TO CHANGE YOUR SOCKS TODAY... *DIDN'T* YOU, DEAR?

HONESTLY, MARY JANE--SOMETIMES, I JUST DON'T KNOW WHAT I'M GOING TO *DO* WITH THAT BOY.

THEN THAT MAKES *TWO* OF US, MRS. P--ALTHOUGH I *DO* HAVE A FEW *IDEAS.*

ALL YOU HAVE TO *THINK* ABOUT RIGHT NOW, AUNT MAY, IS GETTING *WELL* AGAIN.

JUST...GETTING *WELL.*

SHORTLY, WHEN MARY JANE HAS FINALLY PRIED PETER AWAY FROM A NOW-DOZING **AUNT MAY**...

TAXI?

HEY-- **TAXI!!**

WHERE TO **NOW**, TIGER-- **YOUR** PLACE OR **MINE**?

UNFORTUNATELY, **NEITHER**, MJ. I'M HEADING OVER TO **DR. HAMILTON'S OFFICE**--

--TO FIND OUT HOW **HARRY OSBORN** IS DOING!

MAN, YOUR LIFE IS JUST A BUNDLE OF **FUN**, ISN'T IT?

OFF DUTY

WHAT ABOUT **HIS** LIFE? POOR HARRY HAS REALLY BEEN **STRUNG OUT** SINCE LIZ ALLEN **LEFT** HIM!

WELL, TRY TO KEEP **SMILING**, OKAY? FOR **ME**? LOOK AT IT **THIS** WAY, BROWN-EYES--

--THERE'S NOWHERE TO **GO** FROM HERE BUT **UP!**

THEN LET'S HOPE MY SENSE OF **DIRECTION** IMPROVES.

MJ, **THANK** YOU. I'D NEVER HAVE BEEN ABLE TO GET **THROUGH** ALL THIS **WITHOUT** YOU.

THE SHOULDER'S ALWAYS **THERE** WHENEVER YOU **NEED** IT, ACE.

HEY, YOU FOLKS GONNA BE **ALL DAY** OR WHAT?

OFF DUTY

THEY GOT **LAWS** AGAINST THAT KIND'A THING IN THIS TOWN, Y'KNOW.

THE LADY'S **COMING**, FRIEND-- JUST HOLD YOUR **HORSE-POWER**.

KEEP THE **FAITH**, PETEY-- AND **CALL** ME, HUH? YOU **KNOW** WHERE TO FIND THE **NUMBER!**

PRETTY LADY, YOU CAN **BET** ON IT!

BUT THE **SMILE** FADES FROM OUR HAPLESS HERO'S **LIPS**, AS MARY JANE'S **TAXI** FADES INTO THE **DISTANCE**--

--AND THUS IT'S A MOST **PENSIVE** PETER PARKER WHO EMERGES FROM THE **SUBWAY** SOMETIME LATER...

QUEENSBOR EXIT NO. 11S-PLAZA

I COULDN'T BRING MYSELF TO MENTION MY **OTHER** PROBLEMS TO MJ-- LIKE HOW I'M NOT GOING TO **GRADUATE** WITH THE REST OF MY COLLEGE CLASS...

...AND HOW I'M GONNA HAVE TO GO TO **NIGHT SCHOOL** TO MAKE UP THE NECESSARY **CREDITS!**

I SWEAR, IF ONE MORE **CATASTROPHE** DROPS INTO MY LAP, I'M GONNA... **HUH?**

THAT **POLICE CAR** IN FRONT OF DR. HAMILTON'S OFFICE-- AND THAT **BROKEN WINDOW--!**

I **PRAY** THAT DOESN'T MEAN WHAT I **THINK** IT DOES!

POLICE

BUT WHEN PETER HESITANTLY **ENTERS** THE GOOD DOCTOR'S **OFFICE**...

LORD, THIS PLACE IS A **SHAMBLES!**

WHAT **HAPPENED** HERE?

THAT'S WHAT WE'RE TRYING TO **FIND OUT,** FRIEND!

WHEN HAMILTON'S SECRETARY **ARRIVED** THIS MORNING, SHE FOUND THE OFFICE LIKE **THIS**--AND THE DOCTOR'S HALF-SMOKED **PIPE** STILL ON THE **FLOOR!**

NEAR AS WE CAN **FIGURE** IT, ONE OF HIS **PATIENTS** WENT OFF THE **DEEP END**--AND **DID** SOMETHING TO HIM!

AND FROM THE WAY MY **SPIDER-SENSE** IS TINGLING--I'M AFRAID I **KNOW** WHICH PATIENT IT **WAS!**

HEY, WHY AM I TELLING **YOU** ALL THIS? WHO **ARE** YOU, ANYWAY?

YOU'RE NOT EVEN SUPPOSED TO BE **IN** HERE!

WELL, I'M **WAITING,** FELLA! I WANT SOME **ANSWERS**--

--AND I WANT 'EM **NOW!!**

I'D--AH--REALLY LIKE TO--ER--**HELP** YOU, OFFICER...

...BUT I--UH--THINK I LEFT MY **RHINOCEROS** DOUBLE-PARKED!

HEY--COME **BACK** HERE, MISTER!

I DON'T KNOW **WHERE** YOU THINK YOU'RE **RUNNING** TO, FELLA, BUT YOU'LL **NEVER** OUTRUN... **HUH?**

I DON'T **GET** IT! HE WAS RIGHT IN **FRONT** OF ME, JUST A FEW FEET **AHEAD**--

--SO WHAT **HAPPENED** TO HIM?

HE JUST COULDN'T HAVE **DIS-APPEARED**...

...**COULD** HE?

IF MY HUNCH IS **RIGHT,** I'VE GOTTA GET TO **FAR ROCKAWAY**-- AND **FAST!!**

IN WHICH CASE, WHY DON'T WE PRE-CEDE OUR HERO THERE--AND LOOK IN ON A CERTAIN FLASH THOMPSON...

7E

SOON AS I PUT THESE GROCERIES AWAY, I'LL HEAD FOR MAN-HATTAN--

--AND SEE HOW HARRY IS MAKING OUT! MY ROLLICKIN' ROOMMATE HAS BEEN... HUH?

SOMETHING'S BLOCKING THE DOOR... HEY, IT'S FURNITURE!

NOW HOW DID THAT GET THERE?

WELL, I CAN FIGURE THAT OUT AFTER I GET IT OUTTA MY WAY, AND THEN...

BWHUMP!

SWEET HEAVEN!

SKRASH!

WH-WHAT HAPPENED TO THIS PLACE? IT LOOKS LIKE IT'S BEEN BOMBED!

IF THIS IS SOMEHOW HARRY'S DOING, I'LL...

NO--IT'S IMPOSSIBLE--!

THAT GIZMO ON THE FLOOR--IT'S...

7E

IT IS INDEED THE UNIQUE BAT-GLIDER, LITTLE MAN!

AND IT BELONGS, NOT TO THE SIMPERING HARRY OSBORN--

SLAM!

--BUT TO THE GREEN GOBLIN!!

HARRY OSBORN HAS BEEN *REMOVED* FROM THE *PICTURE*, THOMPSON--

--AND IF YOU'RE NOT *CAREFUL*, YOU'LL SOON *FOLLOW* HIM!

LOOK, YOU CAN STUFF THE *MELODRAMATICS*, FRIEND!

I KNOW YOU *THOUGHT* YOU WERE THE *GREEN GOBLIN* IN THE *PAST*, HARRY--

--BUT WEARING THAT COCKAMAMIE *COSTUME* DOESN'T GIVE YOU THE RIGHT TO *DEVASTATE* OUR APARTMENT!

ZAK!

NOW *CALM DOWN* BEFORE I... AARRGGHH!!

THE *FOOL!* I *WARNED* HIM--

--AND NOW HE HAS PAID THE *PRICE!*

THERE IS NOTHING MORE TO BE *GAINED* HERE--

--THUS I'D BEST TAKE MY *LEAVE* BEFORE THE DOLT RECOVERS *CONSCIOUSNESS!*

NOT A BAD *IDEA*, HARRY-- BUT I'M AFRAID I CAN'T LET YOU *DO* THAT!

SPIDER-MAN?!?

CURSE YOU, WEB-SLINGER-- I DON'T KNOW HOW YOU MANAGED TO *FIND* ME HERE...

...BUT YOU'RE NOT GOING TO *LIVE* LONG ENOUGH TO *DO* ANY-THING ABOUT IT!

YIKES!

I'D ALMOST FORGOTTEN THE *POWERS* THAT COSTUME POSSESSES, HARRY--

ZAK!

--BUT *DON'T* THINK THEY'LL HELP YOU GET *PAST* ME--

--'CAUSE THEY *WON'T!*

ZAK!

MY *GOBLIN-SPARKS* ARE MORE *POWER-FUL* THAN YOU *THINK*, INSECT--

--BUT I HAVE MORE *URGENT* MATTERS THAN YOUR *DEATH* TO CONCERN ME NOW!

I DON'T KNOW *WHAT* YOU HAVE IN *MIND*, OL' BUDDY--

--BUT THERE'S NO WAY I'M GOING TO LET YOU *FOLLOW* IN YOUR FATHER'S *FOOTSTEPS!*

YOU NEED PRO-FESSIONAL *HELP*, HARRY--

NO!!

--AND I'M GOING TO SEE THAT YOU *GET* IT!!

LET *GO* OF ME, YOU FOOL! MY GLIDER ISN'T *STRONG* ENOUGH TO SUPPORT OUR COMBINED *WEIGHT!*

I'M FLYING *OUT OF CONTROL!!*

TO BE MORE *ACCURATE*, HARRY, YOU'RE NOT FLYING, *ANYWHERE*--

--EXCEPT BACK TO THE NEAREST *PSYCHIATRIST'S COUCH!*

LOOKS LIKE YOUR JOYRIDE IS *OVER*, HARRY! NOW WHY DON'T YOU TAKE OFF THAT STUPID *MASK*--AND GIVE ME YOUR *HAND*?

MY GLIDER ISN'T MY *ONLY* WEAPON, YOU WALL-CRAWLING CRETIN!

THE GREEN GOBLIN'S *BAG OF TRICKS* CONTAINS MANY *SURPRISES*--

"BLAST YOU, INSECT--STOP *REMINDING* ME OF THAT," *THE GOBLIN SNARLS, AS THE BAT-GLIDER HURTLES ACROSS THE ROOM--*

--TO SMASH, AT LENGTH, INTO THE OPPOSITE WALL, WITH BONE-JARRING FURY!

SKROOM!

--INCLUDING THIS HIGH-VOLTAGE *ELECTRO-BAT!!*

ZZZZT!

AARRGGHH!!

YOU'RE STILL *STANDING*?! I'M *IMPRESSED!*

YOUR STAMINA IS TRULY *REMARKABLE*, WEB-SLINGER!

THWAK!

EH?

THWIP!

YEAH... BUT IT'S *NOTHING*...

...COMPARED TO MY *PERSISTENCE!*

WH-WHAT ARE YOU *DOING* TO ME?

SOMETHING I DIDN'T *WANT* TO DO, HARRY--

--BUT, UNFORTUNATELY, YOU'VE LEFT ME NO *CHOICE!*

BOK!

WHUMP!

UUNNHH!!

YOU'RE JUST LUCKY WE'RE *FRIENDS*, HARRY-- OR, AFTER WHAT YOU'VE *DONE* TO ME, I WOULDN'T BE PULLING MY *PUNCH!!*

NOW, ARE YOU GOING TO GIVE UP THIS *INSANITY*--AND COME ALONG *QUIETLY*?

NEVER!!

I'LL *KILL* YOU FOR THIS *HUMILIATION* DO YOU HEAR ME?

I'LL *KILL* YOU!!

IN *THAT* CASE, THIS IS GOING TO HURT *YOU* A WHOLE LOT *MORE* THAN IT HURTS *ME!*

UUNNEF!!

POW!

C'MON, HARRY--*GIVE IT UP!* LOSING *LIZ ALLEN* ISN'T THE *END OF THE WORLD!*

YOU CAN MAKE A *NEW* LIFE FOR YOURSELF, IF YOU *TRY!*

I ALREADY *HAVE* A NEW LIFE, INSECT--

--AND I *WON'T* LET YOU *TAKE* IT FROM ME!

UUNNHH...

IF YOU'RE SO CONCERNED ABOUT SAVING YOUR *FRIENDS*, MY DEAR WEB-SLINGER--

--TRY SAVING FLASH THOMPSON!!!

LORD--*NO!* HE'S DOING IT *AGAIN*-- JUST LIKE HE DID IT TO *GWEN STACY*--!

THE GREEN GOBLIN IS *MURDERING* SOMEBODY NEAR TO ME!!

AND THERE'S NO WAY ON EARTH YOU CAN *SAVE* HIM!!

NEXT ISSUE: THE RETURN OF YET *ANOTHER* OLD FOE IN THE SHOCKER WE CALL...

"GOBLIN IN THE MIDDLE!"

NEED WE SAY *BE* HERE?

SPIDER-MAN ®

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the AMAZING SPIDER-MAN®

STAND ASIDE, FOOLS--THE GREEN GOBLIN HAS RETURNED!

HOW CAN WE STOP HIM?!?

FORGET THE GOBLIN! HOW ARE WE GONNA STOP--HIM?!?

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

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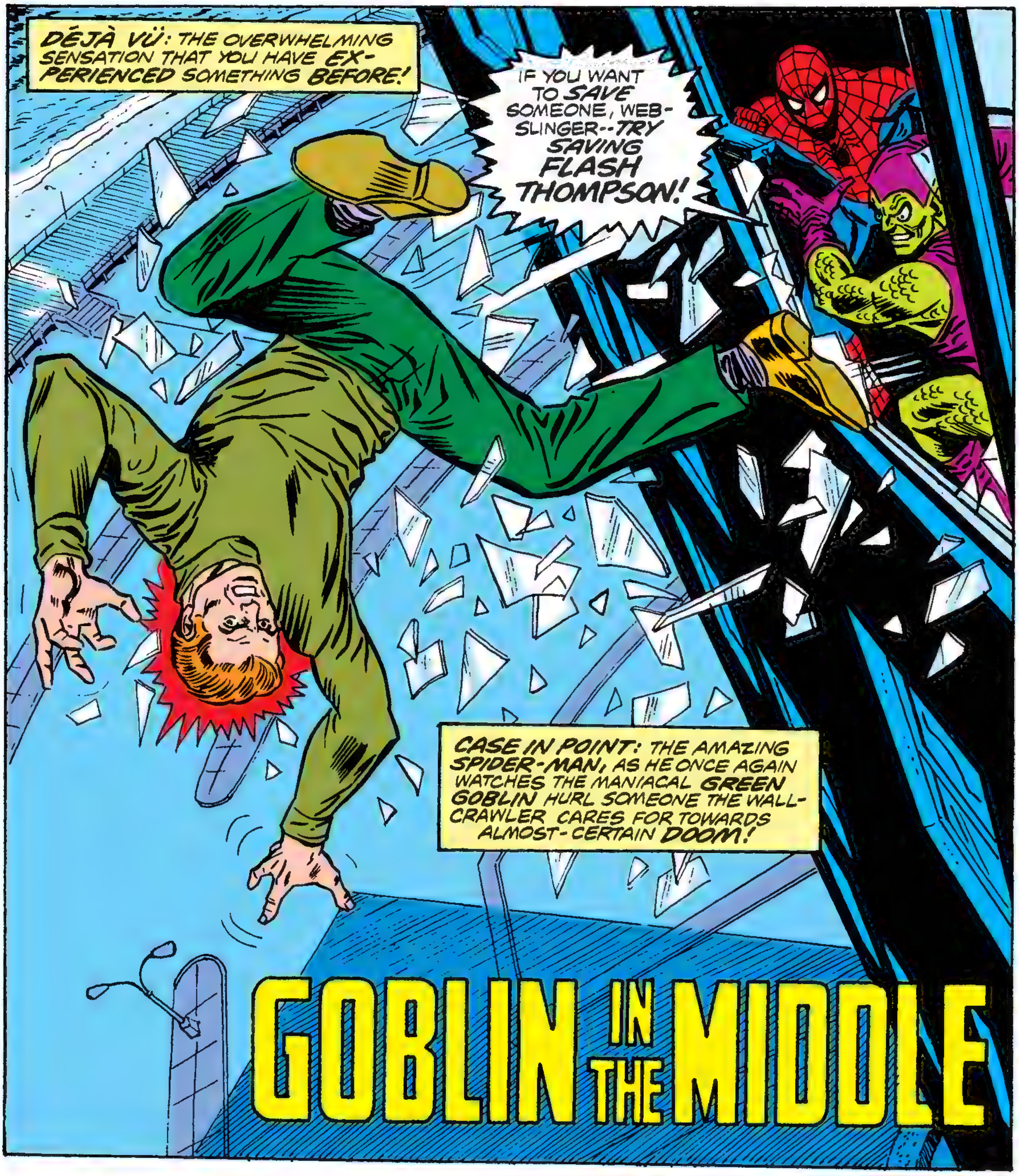

GOBLIN IN THE MIDDLE

NO!

I WON'T LET YOU DO IT AGAIN!!

HAVE TO SNAG FLASH WITH MY WEBBING--

THWIP!

--BEFORE IT'S TOO LATE!

TH-THANKS, SPIDEY! I--I KNEW YOU WOULDN'T LET ME DOWN!

BAD PUN, THOMPSON! NOW YOU STAY UP THERE, WHERE IT'S SAFE--

--WHILE I PULL HARRY OSBORN OUT OF THAT GOBLIN COSTUME... STITCH BY STITCH!

OH, REALLY?

UUNNFF!!

LOST MY GRIP-- I'M FALLING--!!

THE GOBLIN REALLY HAS A THING ABOUT THROWING PEOPLE RROM HIGH PLACES!

FIRST POOR GWEN STACY... THEN FLASH... AND NOW ME! I'M GOING TO...

THAK!

THWIP!

NO! WHAT AM I SAYING?

I'VE GOT TO KEEP REMINDING MY-SELF-- IT WAS NORMAN OSBORN WHO KILLED GWEN STACY!

HARRY IS JUST CARRYING ON HIS FATHER'S DEMENTIA!

THERE'S STILL A CHANCE FOR HARRY TO BE CURED, AND I'M GOING TO DO MY BEST TO...

OH NO.

HEY-- WHAT--?!?

NOT A *PRAYER* OF *AVOIDING* THIS CAR--

--SO I'LL JUST HAVE TO BARREL RIGHT *THROUGH* IT!

KRUMP!

KRUMP!

CRIPES, THAT WAS *CLOSE!*

A SPLIT-SECOND EITHER WAY-- AND I COULD HAVE *KILLED* THOSE FOLKS!

AND THIS LITTLE DISTRACTION IS ALL HARRY *NEEDS* TO MAKE HIS...

...GETAWAY.

YOU HAD YOUR *CHANCE*, WEB-SLINGER! BUT WHEN *NEXT* WE MEET--

--*THE GREEN GOBLIN WILL DESTROY YOU!!*

BLAST! HARRY'S *ESCAPING*-- AND THERE'S NO WAY I CAN *FOLLOW* HIM!

YOU *MANIAC!* YOU WALL-CRAWLING, WEB-SLINGING, MUDDLE-HEADED *MANIAC!*

LOOK AT MY *CAR!* LOOK WHAT YOU'VE DONE TO MY POOR *CAR!*

I GUESS IT WOULDN'T *HELP* MUCH IF I SAID I WAS *SORRY*, HUH?

SORRY? I'LL SHOW YOU *SORRY*, WEB-SLINGER!

LOOK, I REALLY DIDN'T *MEAN* TO...

I DON'T WANNA *HEAR* ABOUT IT! JUST PUT DOWN THOSE *DOORS*-- AND PUT UP YOUR *DUKES!*

MURRAY PLEASE --DON'T *ANTAG-ONIZE* HIM!

YOU'VE READ WHAT *J. JONAH JAMESON* SAYS! HE'S LIABLE TO BITE OFF YOUR *HEAD* OR SOMETHING!

PLEASE, MURRAY LET'S GET BACK IN THE CAR AND GO!

THAT OVERGROWN INSECT DOESN'T SCARE ME, LUCILLE! I'LL KNOCK HIS UGLY BLOCK OFF!

WHY DON'T YOU QUIT WHILE YOU'RE AHEAD, FRIEND?

IF I WANT VERBAL ABUSE, I CAN GET IT AT HOME!

THIS ISN'T OVER, WEBHEAD--NOT BY A LONG SHOT! NOBODY MESSES WITH MURRAY FUTTERMAN!

YOU'RE GONNA BE HEARING FROM MY LAWYERS!!

FINE.. JUST SO LONG AS THEY DON'T CALL COLLECT!

I HAVE ENOUGH PROBLEMS, WITHOUT HAVING TO WORRY ABOUT...

KRASH!

BOY, THIS REALLY JUST ISN'T HIS DAY, IS IT?

YOU SOME KIND OF LUNATIC, MISTER? WHY WERE YOU DRIVING THE WRONG WAY ON A ONE-WAY STREET?

WELL, WHADDAYA KNOW? MAYBE THERE IS SOME JUSTICE IN THE WORLD AFTER ALL!

WHAT HAPPENED, SPIDEY?

I WAS JUST ABOUT TO ASK YOU THE SAME THING, FRIEND! WHAT'S GOING ON HERE?

I...I JUST DON'T KNOW, SPIDEY!

AT FIRST, I THOUGHT IT WAS ONLY HARRY IN A MAKE-SHIFT GREEN GOBLIN OUTFIT WHO SMASHED UP OUR APARTMENT,* ACTING OUT HIS OLD FANTASIES...

*AS SHOWN LAST ISH. --LEN.

...BUT HIS VOICE... HIS POWERS...THAT WAS THE REAL GREEN GOBLIN, SPIDEY--

--AND HEAVEN ONLY KNOWS WHAT HE'S DONE WITH MY ROOM-MATE!

WELL, TRY NOT TO THINK THE WORST, THOMPSON--

--WHILE I DO WHAT I CAN TO BRING HARRY OSBORN BACK TO YOU!

HEY, YOU'D BETTER GET GOING, SPIDEY! I HEAR POLICE SIRENS COMING THIS WAY!

MR. THOMPSON, I'M ALREADY GONE!

IT'S FORTUNATE FLASH WAS UNCONSCIOUS DURING MY FIGHT WITH THE GOBLIN!

HE STILL THINKS HARRY OSBORN AND THE GREEN GOBLIN ARE TWO DIFFER-ENT PEOPLE--

--AND FOR NOW, I'D LIKE TO KEEP IT THAT WAY!

THE NEXT SEVERAL HOURS PASS IN RELATIVE QUIETUDE. IN QUEENS, THE NEVER-ENDING DRAMA OF PETER PARKER'S COLLEGE EDUCATION TAKES A MOMENTARY TURN FOR THE BETTER...

...WHILE, IN A DARKENED WAREHOUSE ON MANHATTAN'S LOWER EAST SIDE--

BAR

--A DRAMA OF A WHOLLY DIFFERENT STRIPE IS BEING PLAYED OUT!

DON'T BOTHER STRUGGLING, MY FRIEND!

I ASSURE YOU THE BONDS WHICH HOLD YOU ARE QUITE SECURE!

YOU MAY AS WELL GET USED TO YOUR CAPTIVITY, SINCE YOU ARE GOING TO REMAIN HERE UNTIL I HAVE ACHIEVED MY ULTIMATE AMBITION:

TO BECOME CRIME-BOSS OF ALL NEW YORK!!

MMPPHHMM!!

BLAST YOU--DON'T ARGUE WITH ME! WHEN I WANT YOUR OPINION, I'LL ASK FOR IT!

I'VE ALREADY COVERED YOUR FACE BECAUSE I COULDN'T BEAR TO SEE YOU SNIVELLING ANY LONGER--

--DON'T FORCE ME TO TAKE MORE EXTREME MEASURES!!

I OWE YOU A GREAT DEAL FROM OUR PSYCHIATRIC SESSIONS TOGETHER-- BUT I WON'T HESITATE TO KILL YOU IF NECESSARY!

I WOULD ADVISE YOU TO REMEMBER THAT WHILE I'M GONE!

MMPPHHMM??

WHERE AM I GOING, YOU ASK?

I'VE LEARNED THERE IS TO BE A MEETING TONIGHT OF ALL THIS CITY'S TOP CRIMINALS--

--AND THE GREEN GOBLIN INTENDS TO BE THERE, TO CLAIM WHAT IS RIGHTFULLY MINE!

AND EVEN AS THE EMERALD-MASKED MANIAC'S CAPTIVE STRUGGLES VAINLY AGAINST HIS BONDS...

...WE'D BEST JOIN PETER PARKER IN HIS AILING AUNT'S HOSPITAL ROOM.

BUT TRY TO BE QUIET, OKAY? TECHNICALLY, THERE'S ONLY SUPPOSED TO BE TWO VISITORS TO A ROOM AT ONE TIME!

YOU SURE YOU'RE OKAY, AUNT MAY?

DO I LOOK LIKE A SICK PERSON TO YOU, PETER DEAR? IT WAS JUST ALL THE EXCITEMENT YESTERDAY AT CITY HALL THAT UP-SET ME!*

I ONLY NEEDED A LITTLE REST, IS ALL! ACTUALLY, I'M SOUND AS A DOLLAR!

DON'T SAY SUCH THINGS, AUNT MAY!

CONSIDERING THE ECONOMY THESE DAYS, THAT'S NOT MUCH TO BRAG ABOUT!

* AGAIN, DETAILED LAST ISH. -- LEN.

HONESTLY, PETER--YOU SHOULDN'T WORRY YOURSELF ABOUT ME!

I'LL MAKE YOU A DEAL, AUNT MAY--YOU GET WELL, AND I WON'T WORRY!

AFTER ALL, IT'S FOOT-BALL SEASON--AND WITHOUT NAMATH, THE JETS ARE GONNA NEED YOU TO QUARTER-BACK!

YOU TRYING TO PUT YOUR POOR OLD AUNT TO WORK AGAIN, TIGER?

HONESTLY, PETER--I DON'T KNOW HOW SHE PUTS UP WITH YOU!

HI, MARY JANE... HELLO, MRS. WATSON.

HOW NICE OF YOU BOTH TO STOP BY, MY DEARS--

--THOUGH I'LL THANK YOU NOT TO CALL ME OLD AGAIN, YOUNG LADY.

I THINK I'LL LEAVE YOU THREE TO BATTLE THIS OUT AMONGST YOUR-SELVES--WHILE I HIT THE BOOKS!

YOU JUST TAKE IT EASY, AUNT MAY--AND I'LL BE BY TO SEE YOU IN THE MORNING!

WE'LL TAKE GOOD CARE OF HER FOR YOU, PETER.

JUST DON'T FORGET TO ZIP UP YOUR JACKET, DEAR. IT GETS A BIT CHILLY AT NIGHT.

I ABSOLUTELY ADORE THAT LADY! IF I HAD MY CHOICE, I'D NEVER LEAVE HER SIDE.

BUT I HAVEN'T ANY CHOICE... HAVE I?

THE GREEN GOBLIN IS STILL ON THE LOOSE--AND SOME-HOW, I HAVE TO STOP HIM!

BUT THERE'S NO STOPPING THE GREEN GOBLIN THIS NIGHT...

THE MEETING TONIGHT-- WHERE IS IT?

UNLESS YOU WANT TO END UP LIKE YOUR FRIEND--YOU'LL TALK!

BEFORE I'M THROUGH, ONE OF YOU WILL TELL ME WHAT I WANT TO KNOW!

AND, OF COURSE, ONE OF THEM FINALLY DOES!

PLEASE, GOBLIN-- ENOUGH! I'LL TELL YA EVERY-THING!

NO, THERE'S NO STOPPING THE GREEN GOBLIN THIS NIGHT-- NOT IF ONE WANTS TO LIVE TO SEE TOMORROW!

PETER PARKER, MEANWHILE, HAS LEFT HIS COLLEGE TEXTBOOKS UNTOUCHED. INSTEAD, HIS THOUGHTS CHURNING, HE STROLLS ALONE THROUGH THE ALMOST-DESERTED WAREHOUSE DISTRICT--

--AND STRUGGLES VAINLY TO MAKE SENSE OF IT ALL!

WHY ARE THE SINS OF THE FATHER ALWAYS REVISITED ON THE SON?

DESPITE EVERYTHING THAT'S HAPPENED... DESPITE ALL HE'S DONE... THIS REALLY ISN'T POOR HARRY'S FAULT!

IF ANYONE IS TO BLAME, IT'S NORMAN OSBORN-- HARRY'S FATHER!

AND THEN, IT WASN'T REALLY HIS FAULT EITHER! IT WAS AN ACCIDENTAL CHEMICAL EXPLOSION WHICH CAUSED OSBORN'S BRAIN DAMAGE...

...AND TRANSFORMED HIM INTO THE GREEN GOBLIN--

"--THE ONLY FOE WHO KNOWS MY SECRET IDENTITY!

"WE BATTLED REPEATEDLY, UNTIL THAT FATEFUL DAY ATOP THE GEORGE WASHINGTON BRIDGE--

!--WHEN THE GOBLIN MURDERED GWEN STACY, THE GIRL I LOVED!

"I WENT AFTER THE GOBLIN THEN, ACHING FOR REVENGE--BUT WHEN NORMAN OSBORN DIED AS A RESULT OF HIS OWN ACTIONS...

...I FOUND OUT JUST HOW HOLLOW VENGEANCE CAN BE!

"UNFORTUNATELY, HIS FATHER'S DEATH TOTALLY UNHINGED HARRY'S ALREADY-UNSTABLE MIND--

!--AND HE BECAME THE NEW GREEN GOBLIN, CARRYING ON IN HIS OLD MAN'S FOOTSTEPS...

...UNTIL I FINALLY DEFEATED HIM, AND THE AUTHORITIES CARRIED HIM AWAY...

...RAVING LIKE THE LUNATIC HE HAD BECOME!

FOR AWHILE, IT LOOKED LIKE HARRY HAD BEEN *CURED*-- BUT THEN FIANCEE *LIZ ALLEN* WALKED OUT ON HIM...

...AND THAT SENT HIM DIVING RIGHT BACK OFF THE *DEEP END!*

NOW HE'S *KIDNAPPED* DR. BART HAMILTON, HIS PSYCHIATRIST-- TRIED TO *KILL* FLASH THOMPSON, HIS BEST FRIEND--AND *ESCAPED* TO...

EH?

MY *SPIDER-SENSE*--! SUDDENLY, IT'S STARTED *TINGLING*--

--AND THE SENSATION SEEMS TO BE COMING *STRONG-EST* FROM *THIS* DIRECTION!

DON'T KNOW WHAT'S *RESPONSIBLE* FOR THIS *DANGER-SIGNAL*--

--BUT I'D BETTER SWITCH TO *SPIDEY*... AND *FIND OUT!*

I HEAR *VOICES* MUTTERING ON THE OTHER SIDE OF THIS *FENCE*--BUT I CAN'T WASTE ANY MORE TIME PUTTING ON MY *COSTUME!*

FROM THE WAY MY SPIDER-SENSE IS *POUNDING*, EVERY SECOND *COUNTS!*

MASKED OR *OTHERWISE*, I'VE GOT TO MAKE MY MOVE...

...NOW!!

HOLY JOE! I'VE STUMBLED ONTO A *GANGLAND EXECUTION!*

BHUD UD UD-AH!

WELL, I MAY HAVE ARRIVED TOO LATE TO *SAVE* THOSE MEN--

--BUT IT'S *NEVER* TOO LATE TO *AVENGE* THEM!!

HEY--*WHO*--?!?

UNNGGHH!

CHUD!

CAN'T *SEE* YA CLEAR IN THE *DARK*, WISE-GUY-- BUT THAT WON'T STOP ME FROM *DRILLIN'* YA!

NOT SO LONG AS MY TRUSTY *WEBBING* CAN... *CRIPES!*

I *FORGOT*--! MY WEB-TRIGGERS ARE STILL *RE-TRACTED!*

SPLANG!

LOOKS LIKE I'LL JUST HAVE TO DO THIS THE *HARD* WAY!

SO FAR THESE PUNKS HAVEN'T HAD A GOOD *LOOK* AT ME--

--AND I INTEND TO *KEEP* IT THAT WAY!

WHOK!

THE KILLERS ARE ALL OUT *COLD*--

--BUT WHO WERE THEIR *VICTIMS*? WHAT WAS THIS ALL *ABOUT*?

NO *IDENTI-FICATION* IN THIS VICTIM'S WALLET-- JUST THIS *INVITA-TION!*

You are cordially invited to the TOP OF THE WORLD this evening to play KING OF THE MOUNTAIN. Refreshments will be served. if you want a piece of the pie, you will be there.

SWELL! THAT MAKES ABOUT AS MUCH *SENSE* AS THE *REST* OF THIS *MESS!*

DON'T KNOW *WHY* I WASTED MY...

HEY-- *WAIT* A MINUTE!

"TOP OF THE WORLD," HUH?

HMMMMMM.

WHILE...

WELL, MAY--WE'VE GOT TO BE *GOING* NOW.

YOU KEEP *SMILING*, OKAY? WE'LL BE BACK TO SEE YOU *TOMORROW*.

IF I'M NOT *OUT* OF HERE BY THEN.

I TELL YOU, MY DEARS, I'M FEELING *BETTER* THAN I HAVE IN...

OH.

OH *NO*! *NO*!!

MY *CHEST*-- THE *PAIN*-- *THE PAIN*--!!

SWEET HEAVEN, MARY JANE--*DO* SOMETHING! MAY IS HAVING ANOTHER *ATTACK*!!

STAY *WITH* HER, AUNT ANNA! I'LL GET THE *DOC*!!

HURRY, DEAR-- *HURRY*!! I DON'T KNOW HOW MUCH LONGER SHE CAN *LAST*!

YOU'D BETTER GET SOMEONE INTO *MAY PARKER'S ROOM*--AND *FAST*!

SHE HAVING ANOTHER *ATTACK*--AND IT LOOKS LIKE A *BAD* ONE!

WHAT--?!?

NURSE, GET THE *HEART UNIT* ROLLING-- AND I MEAN *NOW*!

WE'VE GOT A *RED BLANKET SITUATION*!

I DON'T UNDERSTAND HOW THIS COULD *HAPPEN*! SHE WAS LOOKING SO MUCH *BETTER*!

I'VE GOT TO CALL *PETEY*--LET HIM KNOW WHAT'S *GOING ON*!

IF THEY HAVE TO *OPERATE*--GOD FORBID--THEY'LL NEED PETER'S *PERMISSION*!

IT'S *RINGING*-- BUT I'M NOT GETTING ANY *RESPONSE*!

COME ON, PETER-- ANSWER THE *PHONE*! YOU'RE SUPPOSED TO BE HOME *STUDYING*!

RING RING RING RING RING

YOU'VE *GOT* TO ANSWER, PETER--YOU'VE *GOT* TO! YOUR POOR AUNT MAY BE *DYING*!!

BUT AT THE MOMENT, UNFORTUNATELY, OUR HAPLESS HERO IS PRETTY WELL OCCUPIED ELSEWHERE...

THAT INVITATION COULD JUST BE GIBBERISH-- BUT SOMEHOW, I DON'T THINK SO!

THERE'S A RESTAURANT CALLED THE "TOP OF THE WORLD"-- LOCATED ATOP THE WORLD TRADE CENTER!

AND IF YOUR CURIOSITY IS AS GREAT AS OURS IS, TRUE BELIEVER, WHY DON'T WE PRECEDE SPIDEY TO NEW YORK'S FAMOUS TWIN TOWERS--

--AND CHECK OUT THE SITUATION FOR OURSELVES?

AND IF THERE'S SOMETHING GOING ON THERE TONIGHT, I'M GOING TO FIND OUT WHAT!

YOU KNOW WHAT THIS IS ABOUT, FINGERS?

I ONLY KNOW THAT EVERY CRIME-BOSS IN NEW YORK GOT THE SAME INVITATION!

I GUESS WE'LL FIND OUT THE REST WHEN WE GET UPSTAIRS!

AND WHEN THE ELEVATOR DOORS SLIDE OPEN ON THE 103RD FLOOR...

SORRY WE'RE LATE! WE GOT CAUGHT IN TRAFFIC!

APOLOGY ACCEPTED, GENTLEMEN! NOW PLEASE, TAKE YOUR SEATS!

NOW THAT WE ARE ALL ASSEMBLED, I'D LIKE TO INTRODUCE MYSELF TO THOSE OF YOU WHO MAY NOT KNOW ME!

MY NAME IS... SILVERMANE!

WE ALL *KNOW* WHO YOU *ARE*, SILVERMANE! WHAT WE *WANT* TO KNOW IS WHY YOU *SUMMONED* US HERE!

WE'RE *BUSY MEN!* WE HAVEN'T GOT *TIME* TO WASTE ON *FOOLISHNESS!*

I *ASSURE* YOU, GENTLEMEN--THIS IS ANYTHING *BUT* FOOLISHNESS!

THEN *EXPLAIN* YOURSELF, MISTER--WE'RE *WAITING!*

IT'S REALLY QUITE *SIMPLE*, MY FRIENDS!

FOR YEARS, YOU GENTLEMEN HAVE *FOUGHT* AMONGST YOURSELVES FOR *CONTROL* OF NEW YORK'S *SYNDICATES!* THIS VERY EVENING, *FAT JACK JACKSON* WAS GUNNED DOWN ON HIS WAY TO THIS *MEETING!*

BUT I PROPOSE AN *END* TO SUCH INSANITY! I HAVE CALLED YOU HERE TO *CONSOLIDATE* THIS CITY'S UNDERWORLD ELEMENTS INTO A SINGLE OVERPOWERING *CONGLOMERATE!*

UNDER *MY DIRECTION*, WE CAN FORGE A *CRIMINAL EMPIRE* UNLIKE ANYTHING THIS WORLD HAS EVER...

WHAT--?!?

SKRASH

HOLY HARRIET! IT'S THE *GREEN GOBLIN!*

BUT WHAT'S THAT MANIAC DOIN' *HERE?*

WHAT? YOU MEAN I WASN'T *INVITED?*

AND HERE I THOUGHT MY INVITATION HAD SIMPLY GOTTEN *LOST* IN THE *MAIL!*

COME OUT-- COME OUT-- *WHEREVER* YOU ARE!

YOU NEEDN'T BE *FRIGHTENED*, FRIENDS! I DON'T INTEND TO *HARM* YOU...*YET!*

YOU'RE NOT *WELCOME* HERE, GOBLIN! WHAT DO YOU *WANT?*

WHY, PRECISELY THE SAME THING *YOU* WANT, SILVERMANE-- *CONTROL OF THE NEW YORK RACKETS!!*

WHILE, OUTSIDE...

ONE OF THE RESTAURANT WINDOWS HAS BEEN *SMASHED*-- AND MY SPIDER-SENSE IS *TINGLING* TO BEAT THE BAND!

SOMETHING'S DEFINITELY *WRONG* IN THERE--

--BUT FOR A CHANGE, I'M GOING TO *LOOK* BEFORE I LEAP!

THAT *AIR SHAFT* OUGHT TO GET ME *INSIDE*...

...AND FROM THERE, I'LL JUST HAVE TO PLAY IT ALL BY *EAR!*

YOU LOOK *SURPRISED*, SILVERMANE --YOU *SHOULDN'T* BE!

THE GREEN GOBLIN HAS SOUGHT *CONTROL* OF THIS CITY'S *CRIME COMBINE* FOR YEARS!

IT ISN'T YOUR *GOAL* THAT SURPRISES ME, GOBLIN-- IT'S YOUR *AUDACITY!*

I HAVE *ALWAYS* BEEN A CRIME-KING-- FIRST, AS RULER OF THE *MAGGIA* --THEN, AS HEAD OF *HYDRA!* *

*SPIDER-MAN #73-75 & DARE-DEVIL #121-123, RESPECTIVELY.--LEN.

WHAT ARE *YOUR* QUALIFICATIONS, MADMAN?

NO, GOBLIN, I'M AFRAID ALL THAT *YOU* HAVE EARNED IS A SWIFT AND SUDDEN *DEATH!*

FINISH HIM, MEN!!

YOU DOLTS SHOULDN'T TRY TO *FINISH* SOMETHING YOU CAN'T EVEN *BEGIN!*

BLAM!

BLAM!

HEY--WHERE'D HE *GO?*

I AIN'T NEVER SEEN *NOBODY* MOVE THAT *FAST!*

THEN YOU'RE IN FOR A *THREAT*, MY FRIENDS!

TO BE *HONEST*, YOU HAVEN'T SEEN *ANYTHING*-- UNTIL YOU'VE SEEN THE GREEN GOBLIN IN *ACTION!*

HAHAHAHAHA

BROK!

WHOK!

EVEN THOUGH IT'S LIKELY TO BE THE *LAST* THING YOU *EVER* SEE!

WATCH OUT! HE'S COMING...

UUNNGGHH!!

YOU REALIZE, OF COURSE, YOU'RE ONLY *PROLONGING THE INEVITABLE!*

WHEN THIS IS *OVER*, SILVERMANE-- WE *WILL* TALK!

WILL YA *STAND STILL*, YA GRINNIN' JACKRABBIT?!

THAT QUESTION IS TOO *LUDICROUS* TO EVEN WARRANT A *REPLY!*

POW!

DON'T *WORRY!* I'VE GOT HIM IN MY...

CLICK! CLICK!

MY *GUN*-- IT'S *JAMMED!!*

WHA--?!?

HEY--LET *GO* OF ME, YOU SCREWBALL!

LET GO!!

WHATEVER YOU *SAY*--

--THOUGH I HAD *ALREADY* INTENDED TO *DO* PRECISELY *THAT!*

WWHHUUFF!!

THWUDD!

HONESTLY, SILVERMANE, THIS REALLY ISN'T GETTING US *ANYWHERE!*

WHY DON'T YOU CALL OFF YOUR *TRAINED DOGS*-- AND LET US *DISCUSS* OUR DIFFERENCES LIKE *CIVILIZED* MEN?

ZAK!

BHUD. UD. AH!

AARRGGHH

YOU'D BETTER *ANSWER* ME, SILVER-MANE!

I'M BEGINNING TO LOSE MY *PATIENCE!*

WHUMP!

WHUMP!

AND ONE WAY OR ANOTHER, IT'S TIME I PUT AN *END* TO THIS CHARADE!

NOW, SILVERMANE, DO WE *TALK*--

--OR DO I HAVE TO START GETTING *TOUGH?*

WHAT IS IT YOU *WANT*, GOBLIN?

WHAT COULD YOU POSSIBLY *OFFER* US THAT WE DON'T ALREADY *HAVE?*

I'VE BEEN *WAITING* FOR YOU TO ASK THAT!

OF ALL THE *SUPER-HEROES* IN THIS TOWN, *WHO* CAUSES YOU THE MOST *TROUBLE?*

WHO WOULD YOU MOST LIKE TO SEE PUT OUT OF YOUR LIVES *FOREVER?*

I GUESS... *SPIDER-MAN!*

YEAH-- *SPIDER-MAN!!*

INDEED-- *SPIDER-MAN!*

WELL, MY FRIENDS--I CAN *ELIMINATE* THE WEB-SLINGER FOR YOU *PER-MANENTLY!*

YOU SEE, I *KNOW* WHO SPIDER-MAN REALLY *IS!!*

NO! THE MOMENT I'VE DREADED IS FINALLY ABOUT TO *HAPPEN--*

--AND THERE'S NO WAY I CAN *REACH* THE GOBLIN IN TIME TO *STOP* HIM!

THE GREEN GOBLIN IS ABOUT TO *REVEAL* MY *SECRET IDENTITY--*

--AND WHEN HE DOES-- SPIDER-MAN IS *FINISH-ED!!*

NEXT ISSUE THINGS GO FROM TERRIBLE-- TO *WORSE!* BE HERE FOR... **GREEN GOBLIN GROWS THE GOBLIN!** WE PROMISE YOU WON'T *REGRET* IT!

SPIDER-MAN ®

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the AMAZING SPIDER-MAN®

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AUNT MAY IS *DYING*-- AND ONLY *PETER PARKER* CAN SAVE HER!

BUT WHERE IS HE??

WHERE ELSE? HE'S...

IN THE GRIP OF THE *GREEN GOBLIN!*

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

LEN WEIN: WRITER/EDITOR * ROSS ANDRU: ARTIST * JIM MOONEY: INKER * GLYNIS WEIN: COLORIST * JOE ROSEN: LETTERER

IMAGINE IT, GENTLEMEN -- A LITTLE COOPERATION, AND I CAN ERADICATE YOUR GREATEST NEMESIS!

ALL THINGS CONSIDERED, IS THAT SUCH A BAD BARGAIN?

Y'KNOW, MAYBE THE GOBLIN HAS A POINT!

YEAH... I SAY WE HEAR HIM OUT!

THIS IS RIDICULOUS! I CALLED THIS MEETING TO DISCUSS ORGANIZING NEW YORK'S CRIMINAL ELEMENT UNDER MY COMMAND--

--NOT TO LISTEN TO THE RAVINGS OF SOME EMERALD-MASKED LUNATIC!

IF YOU KNOW WHO SPIDER-MAN IS, GOBLIN-- TELL US!!

REALLY, MY DEAR SILVER-MANE-- DO YOU THINK ME SO NAIVE?

THAT, AS THEY SAY, IS FOR ME TO KNOW AND YOU TO FIND OUT...

...UNLESS, OF COURSE, WE CAN REACH AN UNDER-STANDING!

BLAST YOU, GOBLIN-- WHAT IN BLAZES DO YOU WANT?

WHY, THE VERY SAME THING YOU WANT, SILVERMANE--

--I WANT TO BECOME CRIME-BOSS OF THIS FAIR CITY!!

YOU PROVE YOU CAN DELIVER WHAT YOU PROMISE, GOBLIN--

--AND MAYBE THEN WE'LL TALK!

IF *THAT'S* ALL YOU WANT, GIVE ME *24 HOURS*--

--AND I'LL RETURN, BEARING *SPIDER-MAN*...

...OR HIS *HEAD* ON A SILVER PLATTER!

TA-TA... FOR *NOW!*

THE MAN IS AN UTTER *MANIAC*-- BUT WHAT FRIGHTENS ME *MOST* IS THE THOUGHT HE MIGHT ACTUALLY *SUCCEED*--

--THUS *DESTROYING* ALL MY CAREFULLY-LAID *PLANS!*

AND *THAT* I SIMPLY CAN-NOT *ALLOW!*

I'VE HEARD ALL I *NEED* TO HEAR! NOW I'D BETTER...

BLANG!

OW!

OBOY.

HEY, DID YOU *HEAR* THAT?

HOW COULD I *MISS* IT?

BUT WHERE DID IT *COME* FROM?

HE'S HIDING IN THAT *AIR-VENT*, FOOLS!

WHOEVER YOU *ARE* IN THERE, YOU'D BEST *COME OUT*--

--BEFORE WE TURN THAT VENT INTO A *SIEVE!*

I HAD A NASTY *FEELING* HIDING IN THIS AIR-VENT WASN'T GONNA WORK OUT, SO I MIGHT AS WELL *BRACE* MYSELF...

...AND GET THIS WHOLE SCREWY MESS *OVER WITH!!*

KRANG!

SPAK!

SPOW!

HOLY CROW! IT'S--IT'S *SPIDER-MAN!?!*

C'MON-- GUN HIM!!

BLAM!

BLAM!

WE'RE TRYING TO--

BLAM!

--BUT HE AIN'T NEVER STANDIN' WHERE WE'RE AIMIN'!

YEAH--AMAZING, ISN'T IT? IT'S A LITTLE TRICK CALLED SELF-PRESERVATION!

YOU OUGHT'A TRY IT SOME TIME!

WWHHUUFF!!

CHUD!

DON'T SWEAT IT, GUYS! I GOT THE WEB-SLINGER RIGHT IN MY...

UUNNGGHH!!

BLAM!

CRIPES! I WINGED BLINKY!

THANKS, CHUCKLES--I CAN USE ALL THE HELP I CAN GET!

PUT YOUR GUNS AWAY, FOOLS! I WANT THE WALL-CRAWLER TAKEN ALIVE!

BROK!

YOU AND ME BOTH!

SILVERMANE SAID TO TAKE YA *ALIVE*, WEBHEAD--

--BUT HE *DIDN'T* SAY YA HADDA BE *INTACT!*

Y'KNOW, I REALLY HATE *NIT-PICKERS!*

THAT *CHAIR*-- IT DIDN'T EVEN--!

HUH?

HEY-- *LEGGO!!*

YOU *HEARD* HIM, WALL-CRAWLER!

YEAH, LET LOOSE OUR BUDDIES-- *OR ELSE!!*

OKAY, FELLAS--YOU *WANT* 'EM, YOU *GOT* 'EM!

BUT I *DON'T* THINK YOU'RE GONNA *LIKE* 'EM!!

UUNNHH!!

OOOFF!!

UUNNFF!!

THIS ENTIRE OPERATION HAS GONE *SOUR!* I'D BEST TAKE MY *LEAVE*--

--BEFORE THE WEB-SLINGER TURNS HIS TENDER MERCIES TO *ME!*

*WHICH WOULDN'T HAVE BEEN VERY **LONG** APPARENTLY, AS...*

OKAY, SILVERMANE-- I'VE FINISHED YOUR *FLUNKIES!* NOW IT'S TIME FOR YOU AND ME TO...

CRUMBS! SILVERMANE HAS *SKIPPED!*

AND WITH *HIM* GONE, THERE'S NO MORE REASON FOR *ME* TO STICK AROUND!

WHILE UPTOWN, AT NEWHOPE MEMORIAL HOSPITAL...

YOUR FRIEND MRS. PARKER SEEMS STABLE FOR THE MOMENT, MRS. WATSON-- BUT THE SITUATION CAN CHANGE AT ANY TIME!

OH DEAR! TH-THERE'S STILL HOPE FOR HER... ISN'T THERE?

THERE'S ALWAYS HOPE, MA'AM. WE MAY ULTIMATELY HAVE TO PERFORM SURGERY--

--BUT NOT, OF COURSE, UNTIL HER NEXT-OF-KIN SIGNS THE CONSENT FORMS!

THAT WOULD BE HER NEPHEW PETER PARKER! MY NIECE MARY JANE IS TRYING TO CONTACT HIM NOW!

TRYING IS THE WORD FOR IT, AUNT ANNA. PETEY WAS SUPPOSED TO BE HOME STUDYING--BUT NOBODY ANSWERS THE PHONE!

LORD-- NO!

WH-WHAT DO WE DO NOW?

THERE ISN'T MUCH WE CAN DO--EXCEPT TRY TO FIND PETER!

I'M GOING TO CHECK OUT HIS USUAL HAUNTS, AUNT ANNA!

YOU STAY HERE IN CASE MRS. PARKER NEEDS ANYTHING!

TAKE CARE OF YOURSELF, DEAR... AND GOOD LUCK!

TRUTH TO TELL, AUNT ANNA-- I'M GOING TO NEED ALL THE LUCK I CAN GET!

THERE ARE BETTER THAN TEN MILLION PEOPLE IN NEW YORK CITY...

...AND THE ODDS OF MY FINDING A "NEEDLE" NAMED PETER PARKER IN A "HAYSTACK" THIS SIZE ARE WORSE THAN AWFUL!

BUT I HAVE TO FIND HIM-- I HAVE TO!

IF ANYTHING HAPPENS TO HIS AUNT MAY BECAUSE HE WASN'T HERE TO HELP, PETER WON'T BE ABLE TO LIVE WITH THE GUILT!

AND, IN THE CHELSEA APARTMENT OF **PETER PARKER**, MERE MINUTES AFTER MARY JANE'S FRANTIC **CALL**...

NOT A **PRAYER** OF FINDING SILVERMANE OR THE GOBLIN **AGAIN** TONIGHT--

--SO I MIGHT AS WELL TRY TO GET SOME OF THAT **STUDYING** DONE!

GOBLIN, GOBLIN, GOBLIN...

FUNNY HOW I KEEP THINKING OF HIM AS THE **GREEN GOBLIN**, AND NOT AS **HARRY OSBORN**--

--A POOR, DISTURBED GUY WHO NEEDS MY **HELP** A LOT MORE THAN MY **PITY** OR MY **HATE**!

OF COURSE, IT'S NOT EASY TO **REMEMBER** THAT WHEN THE GUY IS TRYING HIS BEST TO **KILL** ME!

IN FACT, SINCE HARRY **KNOWS** I'M REALLY SPIDER-MAN, HE'LL HAVE TO COME **HERE** TO GET ME, IF HE'S GOING TO **FULFILL** HIS PROMISE TO...

KNOCK KNOCK

NOW **WHO**...?

EVENIN', ACE. MIND IF I COME **IN**?

MY **PLEASURE**, MS. GRANT. SOMETHING I CAN **DO** FOR YOU?

WELL, ACTUALLY, I FOUND THIS RECIPE FOR A **CARROT MILK SHAKE**, AND I WAS WONDERING...

...IF **I** WOULD PLAY **GUINEA PIG**, EH?

WELL... WHY **NOT**? AFTER ALL, IT'S **HEALTH FOOD**, RIGHT? HOW **BAD** COULD IT...

ULP.

WELL, PETE--HOW **WAS** IT? LET ME PUT IT **THIS** WAY, GLORY--IT WAS... UH... **INTERESTING**.

THAT **BAD**, HUH? 'FRAID **SO**, FRIEND. IN FACT, IT'S DOWNRIGHT **AWFUL**!

WELL, BACK TO THE OLD **COOK BOOK**! YOU HANG IN THERE, HOTSHOT!

YOU **TOO**, PRETTY LADY. TAKE **CARE**, OKAY?

BUT EVEN AS PETER GRABS A **BICARBONATE** AND TURNS BACK TO HIS BOOKS, WE'D BEST TURN OUR ATTENTION TO THE **ROOF** OF AN ABANDONED **WAREHOUSE** ON MANHATTAN'S LOWER EAST SIDE--

--WHERE WE CAN PEEK IN THROUGH THE BUILDING'S GRIMY **SKYLIGHT**--

--AND OBSERVE THE DESPERATE ACTIONS OF **THIS** UNFORTUNATE GENTLEMAN!

FOR SOME TIME, HE HAS FEARFULLY AWAITED THE GREEN GOBLIN'S **RETURN**--AND NOW, HALF-CONVINCED THE GOBLIN ISN'T **COMING**, HE DECIDES TO MAKE HIS **MOVE!**

AT FIRST, HE TRIES TO FREE HIS **HANDS**-- BUT SUCCEEDS ONLY IN DIGGING THE ROPES THAT MUCH **DEEPER** INTO HIS WRISTS!

THEN SLOWLY, AWKWARDLY, HE ATTEMPTS TO RISE TO HIS **FEET**...

...TOTTERS PRECARIOUSLY FOR A SEEMING **ETERNITY**...

...THEN PROCEEDS TO FALL FLAT ON HIS **FACE!**

IT IS AT **THAT** POINT, NATURALLY, THAT THE GREEN GOBLIN AT LAST **RETURNS!**

SO THEY DON'T THINK I CAN **DO** IT, EH?

THE **FOOLS!** I'LL SHOW **SILVERMANE!** I'LL SHOW THEM **ALL!!**

THE GREEN GOBLIN NEVER PROMISES **ANYTHING** HE CANNOT **DELIVER!!**

WITH THIS **BAG OF TRICKS** SLUNG OVER MY SHOULDER, I AM THE MOST **POWERFUL** MAN ON EARTH!

THERE IS NOTHING I CANNOT **ACCOMPLISH**-- NOTHING THAT CAN EVER BE **DENIED** ME!

AND YET, THERE ARE FORCES WHICH CONSPIRE **AGAINST** ME!

THE **FIRST** GREEN GOBLIN-- **NORMAN OSBORN**--WAS A **MASTER VILLAIN** BEYOND COMPARE... BUT STILL HE WAS **SLAIN** BY THE INTERFERING **SPIDER-MAN!***

I HAVE PLANNED FOR TOO **LONG**--PLOTTED TOO **CAREFULLY**-- TO EVER ALLOW THE **SAME** FATE TO BEFALL **ME!**

*ACTUALLY, OSBORN WAS A VICTIM OF HIS OWN **INSANITY**, AS SEEN IN ISSUE #122. --LEN.

IF I'M GOING TO **CAPTURE** THAT CURSED WEB-SLINGER FOR SILVER-MANE AND HIS FRIENDS, I MUST CATCH HIM **UNAWARE**--STRIKE WHEN HE LEAST **EXPECTS** IT!

MMPPHHMM!!

I'M **MAD**, DID YOU SAY?

PERHAPS, MY FRIEND... **PERHAPS.**

I SUPPOSE ONLY **DR. BARTON HAMILTON** WOULD KNOW THAT FOR **CERTAIN**--

--AND **HE'S** NOT IN ANY POSITION TO **TALK** ABOUT THAT RIGHT NOW...

...**IS** HE?

MMPPHHMM!!

SHAME ON YOU, MY FRIEND--SUCH **LANGUAGE!!**

NOW, IF YOU'LL **EXCUSE** ME, MY FRIEND--I HAVE A **SPIDER** TO SQUASH!

OH, BY THE WAY-- PLEASE DON'T ATTEMPT TO **ESCAPE** AGAIN!

IF YOU **DO**, I'M AFRAID I'LL HAVE TO **KILL** YOU!

WHILE...

WELL, SO MUCH FOR *THAT* IDEA!

THE ONLY THING I'M LIKELY TO *STUDY* TONIGHT IS THE *LINT* IN MY *NAVEL!*

HOW CAN I CONCENTRATE ON *SCHOOLWORK* WHEN HARRY OSBORN IS *OUT* THERE SOMEWHERE--

THREATENING TO BLAB MY *SECRET IDENTITY* TO ANYONE WHO'LL *LISTEN!*

ONE WAY OR ANOTHER, I'VE GOT TO *SETTLE* THIS SCREWY SITUATION--

--WHICH MEANS IT'S TIME FOR EVERYONE'S FAVORITE *WEB-SLINGER* TO GO ON THE *PROWL* AGAIN!

AND ACROSS TOWN, AT THE OFFICES OF THE *DAILY BUGLE*...

JUST WHAT DO YOU THINK I'M *RUNNING* HERE, JERKINS -- A *NEWSPAPER* OR A *GROUP THERAPY SESSION?*

I DON'T JUST GIVE YOU THOSE ORDERS SO I CAN GET TO SEE MY *LIPS* MOVE, MISTER!

DON'T YOU THINK YOU'RE BEING A LITTLE *HARD* ON HIM, JONAH?

THE *DEVIL* I AM, ROBERTSON! WHEN I ASK FOR *ITALICS* ON A HEADLINE, I EXPECT TO *GET* THEM!

B-BUT, MR. JAMESON... IF WE *USED* ITALICS, WE COULDN'T FIT THE HEADLINE ON THE *PAPER!*

DAILY BUGLE
CITY SELLOUT

I DON'T WANT *EXCUSES*, JERKINS -- I WANT *RESULTS!* AND YOU'LL *GIVE* 'EM TO ME, OR I'LL KICK YOUR *BUTT* OUT ON THE... *EH?*

WHO LET *YOU* IN HERE, MISS WATSON?

SORRY, MR. JAMESON -- I DIDN'T MEAN TO *INTERRUPT* YOU.

I WAS JUST WONDERING IF YOU'VE SEEN *PETER PARKER* THIS EVENING?

LOOK, THIS ISN'T A ***DATING SERVICE***, SISTER! IF ***YOU*** CAN'T KEEP TRACK OF YOUR BOYFRIEND, DON'T EXPECT ***US*** TO DO IT!

WE HAVE ***ENOUGH*** TROUBLE TRYING TO FIND PARKER WHEN WE ***WANT*** TO FIND HIM... WHICH ISN'T ***OFTEN!***

PLEASE, MR. JAMESON-- YOU DON'T ***UNDERSTAND--!***

I ***HAVE*** TO FIND PETER, AND ***SOON--***

--OR HIS POOR ***AUNT MAY*** IS GOING TO ***DIE!!***

HUH?

WELL...AH...MAYBE I ***WAS*** A LITTLE... UH...***HASTY*** THERE.

YOU'D BETTER ***COME IN***, MARY JANE--AND TELL ME ALL ***ABOUT*** IT!

THERE ISN'T THAT MUCH TO ***TELL***, MR. JAMESON.

MAY PARKER HAD AN ***ATTACK*** ON THE STEPS OF CITY HALL--THEN ***ANOTHER*** ATTACK IN HER HOSPITAL ROOM!*

THE DOCTORS CAN'T ***OPERATE*** WITHOUT PETER'S ***PERMISSION--***

--AND PETER CAN'T BE ***FOUND!***

*THESE PAST TWO ISSUES. --LEN.

I'VE TRIED TIME AND AGAIN TO ***CALL*** HIM, BUT THERE'S NEVER ANY ***ANSWER!*** I WAS HOPING HE'D BE ***HERE*** BUT NOW...

NOW I DON'T KNOW ***WHAT*** TO DO!

WHY DON'T YOU TRY PHONING HIM ***AGAIN*** THEN? AS THE OLD LADY WITH THE ***CHICKEN SOUP*** ONCE SAID...

IT COULDN'T ***HURT!***

*HESITANTLY, MARY JANE WATSON **DIALS** PETER PARKER'S **NUMBER** ONCE MORE, AND **THIS** TIME...*

SWELL! ***NOW*** WHAT?

HOW CAN A PERSON HUNT DOWN A ***SUPER-VILLAIN*** WITH ALL THESE ***INTERRUPTIONS?***

RING! RING!

WELL, WHOEVER IS ON THAT PHONE WILL JUST HAVE TO CALL BACK LATER!

I HAVEN'T GOT TIME TO WASTE RIGHT NOW ON UNIMPORTANT DISTRACTIONS!

RING!

PERSISTENT LITTLE CUSS, AIN'T HE?

BUT THEN, THAT'S WHAT SETS ME APART FROM THE MADDING CROWD!

LESSER MEN WOULD HAVE TO ANSWER THAT PHONE TO SATISFY THEIR CURIOSITY--

RING! RING!

--BUT NOT YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN!

THAT RINGING PHONE MEANS NOTHING TO ME! ABSOLUTELY...

...NOTHING.

RING! RING!

RATS! HOW DO I TALK MYSELF INTO THESE THINGS?

HANG ON, MYSTERY CALLER-- JUST LET IT RING ONCE MORE!

EVERYBODY'S FAVORITE WEAK-WILLED WONDER IS ON HIS WAY!

RING! RING!

YEAH. HELLO?

OH... HI, MARY JANE, WHAT'S UP?

AND SINCE WE ALREADY **KNOW** MARY JANE'S HALF OF THIS CONVERSATION, WE NEED ONLY **CONCERN** OURSELVES WITH PETER'S **RESPONSE**...

...WHICH IS **PREDICTABLE!**

WHAT--?!?

GET BACK TO THE **HOSPITAL**, MARY JANE--I'M ON MY **WAY!**

AND, TRUE TO HIS **WORD**...

LORD, THIS IS ALL MY **FAULT!**

ALL THE **WORRYING** SHE'S DONE OVER ME ALL THESE YEARS--ALL THE **PRESSURES**--!

WELL, WHATEVER IT **TAKES**--WHATEVER IT **COSTS**--SHE'S GOING TO GET **WELL** AGAIN, AND I'M GOING TO MAKE IT **UP** TO HER FOR...

HUH? MY SPIDER-SENSE--**TINGLING** SUDDENLY!

SOMETHING **BEHIND** ME--BUT **WHAT**--?

OH NO.

IT'S ONE OF THE GREEN GOBLIN'S **PUMPKIN BOMBS!!**

WHOOM!!

NO--NOT NOW! OF ALL THE MISERABLE TIMING--!

I CAN'T AFFORD TO TANGLE WITH HARRY NOW--

--NOT WHEN AUNT MAY'S LIFE MAY BE HANGING IN THE BALANCE!

I'VE GOT TO FIND SOME WAY OUT OF THIS MESS...

SPAK!

...AND I'VE GOT TO DO IT FAST!

HELLO AGAIN, PARKER!

CRIPES!

I'D LIKE TO THANK YOU FOR SAVING ME A TRIP TO YOUR APARTMENT!

THIS WILL MAKE THINGS SO MUCH EASIER!

ANY OTHER TIME, GOBLIN, I'D LOVE TO STAY AND CHAT--

--BUT RIGHT NOW, I'VE GOT A LITTLE MATTER OF LIFE AND DEATH TO ATTEND TO!

INDEED YOU DO, MY FRIEND--

--BUT THE LIFE YOU LOSE MAY BE YOUR OWN!!

UUNFF!!

BLAST IT, MISTER-- I'M *SERIOUS!*

MY AUNT MAY IS IN THE *HOSPITAL*, PERHAPS *DYING* EVEN AS WE SPEAK...

...AND IF THERE'S STILL THE TINIEST SPARK OF *HARRY OSBORN* SOMEWHERE INSIDE YOU--

--YOU'LL LET ME *GO* TO HER BEFORE IT'S *TOO LATE!*

A PRETTY *SPEECH*, PARKER-- BUT YOU'RE WASTING YOUR *BREATH!*

HHUNNFF!!

TO THE *GREEN GOBLIN*, HARRY OSBORN IS JUST ANOTHER INSIGNIFICANT *FLEA!*

YOU'RE *RIGHT*-- I *CAN'T* TALK TO YOU! YOU'RE COMPLETELY *INSANE!*

EH? YOU'VE PULLED ME OFF MY *GLIDER*--!

BUT I WON'T LET YOUR *MADNESS* CAUSE THE *DEATH* OF A WONDERFUL OLD WOMAN!

MAYBE *NOW* WE CAN...

HUHN?!?

BOK!

ALL *YOU'RE* GOING TO DO, INSECT, IS *PAY* FOR DARING TO *DEFY* ME!

FALL, CURSE YOU! NOTHING CAN STAND AGAINST THE *GREEN GOBLIN!!*

IF YOU WANT TO *FLATTEN* ME, FELLA-- YOU'VE GOT TO PUT A LITTLE *POWER* BEHIND YOUR PUNCH...

...LIKE THIS!!

SKWA-FOOM!

NO! C-COME BACK! NO ONE ESCAPES THE GREEN GOBLIN!

THINK SO, SUCKER?

THEN YOU JUST WATCH ME!

WITH A SPEED BORN OF DESPERATION, THE WEB-SLINGER RACES TOWARD NEWHOPE MEMORIAL HOSPITAL...

...AND HE ALMOST REACHES IT!

I'M COMING FOR YOU, WALL-CRAWLER -- AND THIS TIME YOU WILL NOT ELUDE ME!

CRIPES! THAT LUNATIC IS RIGHT BEHIND ME AGAIN!

GOT TO TAKE EVASIVE ACTION... GET OUT OF THE GOBLIN'S WAY BEFORE...

NO! HE'S THROWN SOMETHING FROM HIS SHOULDER BAG AT ME--!

A... GHOST?

HUH? THAT SCREWY GHOST-THING EXPANDED IN MID-AIR--!

IT'S BECOME SOME SORT OF NETTING-- COMPLETELY ENTANGLING ME--!!

AND YOU NEED NOT STRUGGLE TO ESCAPE, INSECT!

THAT NET IS FORMED FROM A POLYMER PLASTIC-- STRONGER THAN STEEL!

NOW THERE ARE SOME ASSOCIATES OF MINE WHO ARE SIMPLY DYING TO MEET YOU--

--AND WE DON'T WANT TO KEEP THEM WAITING NOW... DO WE?

CAN'T BREAK FREE--!

PLEASE, AUNT MAY... FORGIVE ME!

WHILE, IN MAY PARKER'S HOSPITAL ROOM...

HANG ON, MRS. PARKER... PLEASE, HANG ON JUST A LITTLE WHILE LONGER!

YOUR NEPHEW PETER WILL BE HERE ANY SECOND NOW TO SIGN THE SURGICAL CONSENT FORMS...

...AND ONCE HE DOES, EVERYTHING IS GONNA BE FINE!

NEXT ISSUE:

AND IF YOU THINK THINGS CAN'T GET MUCH WORSE, TRUE BELIEVER, YOU'D BETTER BE HERE NEXT TIME FOR...

"RING AROUND THE GOBLIN!"

...AND YOU'LL SEE HOW WRONG YOU ARE!

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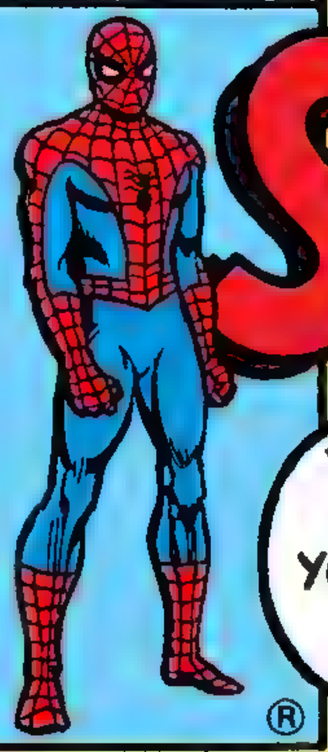

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YOU'VE *HAD* IT, WEB-SLINGER! YOU CAN NEVER BEAT *BOTH* OF US!!

THE GOBLIN'S **RIGHT!** BETWEEN HIM AND SILVERMANE--I'M **HELPLESS!**

ANDRU & ESPOSITO

THEATER OF *FURY!*

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

LEN WEIN WRITER/EDITOR * ROSS ANDRU ILLUSTRATOR * MIKE ESPOSITO EMBELLISHER * GLYNIS WEIN colorist * JOHN COSTANZA letterer

THE GOBLIN'S ALWAYS GREENER...!

STRUGGLING WILL NOT *HELP* YOU, WEB-SLINGER-- THERE'S *NOTHING* THAT CAN SAVE YOUR HIDE *THIS* TIME!

BUT I *HAVE* TO BREAK FREE-- I *HAVE TO!*

...AND I'M THE *ONLY* PERSON WHO CAN *SAVE* HER!!

AT THIS VERY *MOMENT*, MY POOR AUNT MAY IS *DYING*...

I'M ALMOST *SORRY* ABOUT THIS IN A WAY, PARKER-- I REALLY HAVE NOTHING *AGAINST* YOUR AUNT!

BUT *YOU* ARE THE ONLY THING STANDING BETWEEN ME AND MY ULTIMATE *GOAL*--

--SO I'M AFRAID YOU'LL JUST HAVE TO CONSIDER HER A *CASUALTY OF WAR!*

IF I COULD JUST GET *OUT* OF THIS *NET*, I'D SHOW YOU *REAL* WAR, YOU LUNATIC--

--BUT THE *POLYMER PLASTIC* IT'S MADE OF IS STRONGER THAN *STEEL!*

AS SOON AS I DELIVER YOU TO THE *HEADS* OF THIS CITY'S *UNDERWORLD*, MY DREAM WILL BE *REALIZED...*

...AND THE *GREEN GOBLIN* WILL BECOME *CRIME-BOSS OF ALL NEW YORK!!*

NO!!

WHUMP!

FRAGMENTS HAVE DAMAGED MY *GLIDER*-- CAN'T MAINTAIN *CONTROL!* I...

NOTHING CAN STOP ME *NOW*, WEB-SLINGER-- *NOTHING!*

NOW, ERNIE-- *NOW!!*

FWHOOSH!

EH? SOME SORT OF *BAZOOKA SHELLS*-- BURSTING ALL *AROUND* ME--!?!

777

OBOY.

I--I LOST MY *GRIP* ON SPIDER-MAN... AND *WITH-OUT* HIM, MY PLANS ARE *FINISHED!*

BUT IF I TRY TO *RECOVER* HIM--WITH MY GLIDER *DAM-AGED* THIS WAY-- *I'M* FINISHED!

I'VE NO *CHOICE!* I'VE GOT TO *ESCAPE* WHILE I STILL *CAN!*

FORTUNATELY, THOSE EXPLOSIONS *ALSO* DAMAGED THE GOBLIN'S *NETTING!*

I'VE FINALLY BROKEN *FREE* OF IT!

AND IF I CAN JUST MANAGE TO *SNAG* A NEARBY BUILDING WITH MY TRUSTY *WEBBING*, I CAN...

THWIP!

HUH? MY SPIDER-SENSE *TINGLING*-- SOMETHING *BELOW* ME--!

CRIPES! I'M FALLING *TOO FAST*-- GONNA LAND IN THAT...

WHOOM!

THE NAME FOR IT THESE DAYS IS WASTE DISPOSAL UNIT--

--WHICH IS PROBABLY QUITE APPROPRIATE, SINCE THE HAPLESS WALL-CRAWLER HITS IT LIKE A SACK OF SOGGY GARBAGE!

FOR A MOMENT, ALL IS SILENCE--THEN THERE COMES THE HARSH SQUEAL OF HARD-PRESSED BRAKES...

...AND THE HARSHER SNARL OF ANGRY VOICES!

HE'S HERE! I DIDN'T TAKE MY EYES OFF HIM FOR A SECOND!

HE LANDED SMACK IN THIS STINKIN' DUMPSTER!

FORM

GANS

EASY, FELLAS! HE MIGHT BE PLAYIN' POSSUM!

YA BETTER COME OUT NOW, SPIDER-MAN--WE GOT YA COVERED!

COME OUT--OR I'M COMIN' IN AFTER YA!

I MEAN IT, MISTER! DON'T EVEN FLINCH OR...

HUH?

SWEET HOLY JEEZ! H-HE AIN'T MOVIN'!

I--I THINK MAY-BE HE'S DEAD!

NO--WAIT! HE'S BREATHIN'--AN' I CAN HEAR A HEARTBEAT!

HE'S ALIVE, FELLAS--

--AN' HE'S OURS!!

BETTER SNAP THESE HANDCUFFS ON 'IM BEFORE HE WAKES UP!

NOW ALL WE GOTTA DO IS BRING HIM TO THE BOSS!

MAN, IS SILVERMANE GONNA BE GLAD TO SEE HIM!

SURE WAS *SMART* OF THE BOSS TO POST *SQUADS* OF US ALL OVER TOWN TO *HANDLE* THE GOBLIN AND THE WEB-SLINGER HERE!

I DON'T KNOW WHAT KIND'A *FEUD* SILVERMANE AND OL' GREENIE GOT GOIN'-- AN' FRANKLY, I DON'T *WANNA!*

ALL *I* WANT IS FOR PRETTY-BOY HERE TO KEEP *SLEEPIN'!*

WELL, *SORRY,* BOYS--

--BUT NAPTIME IS *OVER!*

SPING!

WHUD!

THIS IS WHERE YOU GUYS GET *OFF*--BUT DON'T FORGET TO *WRITE,* OKAY?

WHUD!

CRUD! HE'S *AWAKE* AGAIN!

BUT I'LL PUT 'IM BACK TA *SLEEP*--

--*PERMA-NENTLY!*

ONLY IF YOU *HIT* ME, JOKER--

--AND HOW ARE YOU GONNA *DO* THAT WITH AN *EMPTY GUN?*

BLAM *BLAM* *BLAM* *BLAM* *BLAM*

MIND IF I *BORROW* THIS, CHUCKLES?

NO! THE *STEERING WHEEL!?!*

HERE! *YOU* DRIVE FOR A WHILE! YOUR FRIEND WAS GETTING *TIRED!*

AND *ME*--I'M JUST GETTING *OUT* OF HERE, WHILE THE GETTING IS *GOOD!*

THERE MAY STILL BE TIME FOR ME TO *SAVE AUNT MAY!*

AND, MINUTES LATER, AT NEWHOPE MEMORIAL HOSPITAL...

IN PITY'S NAME, WHAT'S KEEPING PETER? I SPOKE TO HIM ON THE PHONE OVER AN HOUR AGO!

IF HE DOESN'T GET HERE SOON...

MARY JANE--I MADE IT! HOW IS AUNT MAY? IS SHE...?

STILL HOLDING HER OWN, MISTER--NO THANKS TO YOU!

FOR SOMEONE WHO SEEMS SO WORRIED, YOU SURE TOOK YOUR SWEET TIME GETTING HERE!

IT--IT COULDN'T BE HELPED, M.J. JUST LET ME SIGN THESE SURGICAL CONSENT FORMS, AND I'LL TRY TO EXPLAIN!

THERE'S NO TIME FOR THAT NOW, TIGER!

EH? WH-WHAT DO YOU MEAN?

AS SOON AS I TOLD THE DOCS YOU WERE ON YOUR WAY, THEY STARTED PREPPING YOUR AUNT FOR SURGERY!

THEY SAY IT'S THE ONLY THING THAT CAN HELP HER NOW!

LORD... NO.

THIS IS ALL MY FAULT! IF ONLY I'D BEEN THERE WHEN SHE NEEDED ME--SHOWED A LITTLE MORE CONCERN--!

OH, PUT A SOCK ON IT, PARKER! BLAMING YOURSELF ISN'T GONNA HELP ANYONE RIGHT NOW!

THEN WHAT SHOULD I DO, MARY JANE? THE MOST WONDERFUL OLD WOMAN I'VE EVER KNOWN IS RISKING HER LIFE IN THERE...

...BECAUSE OF ME!

THERE'S ONLY ONE THING ANYONE CAN DO, TIGER...

...YOU CAN PRAY!

WHILE, DOWNTOWN, IN THE WAREHOUSE HIDEOUT OF THE GREEN GOBLIN...

SPUT SPUT SPUT

I MADE IT BACK--

--BUT JUST BARELY!

MY POOR DAMAGED GLIDER COULDN'T HAVE FLOWN ANOTHER FOOT!

SPUT SPUT

SILVERMANE'S CLUMSY ATTACK ON ME HAS FAILED!

SKRASH!

AND BEFORE I AM DONE, HE SHALL PAY FOR CAUSING ME SUCH INDIGNITY!

LORD, HOW HE WILL PAY!!

MMPPHHMM?!

WHY DID HE DO IT, YOU ASK? I SHOULD HAVE THOUGHT THE ANSWER WOULD BE OBVIOUS, MY FRIEND!

SILVERMANE AND I BOTH COVET THE SAME POSITION!

EACH OF US SEEKS TO BECOME THIS CITY'S CRIME-BOSS, AND IF I DELIVERED SPIDER-MAN TO THE ASSEMBLED UNDERWORLD AS I PROMISED--*

--SILVERMANE'S CHANCES OF SUCCESS WOULD BE SHATTERED IRREVOCABLY!

*LAST ISSUE, RIGHT? -- LEN.

THAT IS WHY SILVERMANE SOUGHT TO DESTROY ME--

--AND WHY I, IN TURN, MUST NOW DESTROY HIM!!

DURING OUR PREVIOUS ENCOUNTER, I PLANTED A MINIATURE TRANSMITTER UPON HIS PERSON--

--THUS ENABLING ME TO FIND SILVERMANE AGAIN AT MY DISCRETION!

AND NOW THAT I'VE REPLACED MY DAMAGED EQUIPMENT, I'LL...

MMPPHHMM?!

EH?

OH, IT'S ALL RIGHT, MY FRIEND --I'LL BE COMING BACK TO YOU!

NOW DON'T YOU FEEL BETTER?

ANSWER ME WHEN I ASK YOU A QUESTION, YOU MICRO-CEPHALIC MORON!

SWOK!

THE GREEN GOBLIN WILL NOT BE IGNORED!!

I COVERED YOUR FACE BECAUSE I COULDN'T BEAR TO LOOK AT IT, FOOL!

MAKE ME ANGRY, AND I MAY SIMPLY REMOVE YOUR FACE--AT THE NECK!!

I'VE TRIED TO BE NICE BECAUSE I FELT I OWED YOU SOMETHING--

--BUT IF YOU KEEP ANNOYING ME, YOU MAY END UP SHARING SILVERMANE'S FATE!!

AND WITH A MANIACAL GIGGLE, HE IS GONE!

AT NEWHOPE MEMORIAL, THE SECONDS PASS LIKE HOURS, THE MINUTES LIKE DAYS, AS AN APPREHENSIVE PETER PARKER AND HIS FRIENDS KEEP WAITING... WAITING...

THANK YOU FOR COMING, MR. ROBERTSON.

YOU COULDN'T HAVE KEPT ME AWAY, MARY JANE.

THERE WAS NO WAY I'D LET PETER GO THROUGH SOMETHING LIKE THIS ALONE!

THANKS, ROBBIE. I...I REALLY APPRECIATE THAT.

DON'T MENTION IT, SON. YOU KNOW HOW JONAH AND I BOTH FEEL ABOUT YOU.

YOU'RE MORE THAN JUST ANOTHER EMPLOYEE TO US, PETE.

WELL... TO ME, AT LEAST.

YEAH, ROBBIE... I KNOW. MAYBE. THAT'S PART OF WHAT'S BOTHERING ME!

ALL MY LIFE, IT'S BEEN ONE EXTREME OR THE OTHER!

AT HOME, I WAS THE CENTER OF AUNT MAY AND UNCLE BEN'S LIFE-- SOMEONE SPECIAL! AT SCHOOL, IT WAS JUST THE OPPOSITE!

I'VE NEVER BEEN ABLE TO FORMULATE AN HONEST OPINION OF MYSELF!

I'VE NEVER BEEN ABLE TO FIND OUT JUST WHO I REALLY AM!

AND WHAT MAKES YOU THINK YOU'RE ANY DIFFERENT THAN THE REST OF US, PETER?

ALL ANYONE TRULY WANTS IN THIS LIFE IS TO FIND A PLACE IN THE SUN!

BUT IT'S THE SEARCHING THAT MAKES THE FINDING SO SWEET!

UH... IS THERE A PETER PARKER HERE?

I'M PARKER.

THEN I HAVE NEWS FOR YOU ABOUT YOUR AUNT!

NEXT TO TINSEL-TOSSED **HOLLYWOOD**, THERE ARE THOSE WHO CLAIM THAT **NEW YORK** IS TRULY THE **ENTERTAINMENT CAPITAL** OF THE WORLD. CASE IN POINT, THE NEW **DISNEY** MOVIE AT **RADIO CITY MUSIC HALL!**

RADIO CITY

IT HAD OPENED TO **MIXED REVIEWS**-- BUT STILL, THE WEEKEND CROWDS HAVE BEEN **PACKING** THE SPRAWLING THEATRE TO ITS UPPERMOST **BALCONY**--

--AS MUCH TO WITNESS THE MUSIC HALL'S FAR-FAMED **STAGE SHOW** AS ANYTHING ELSE:

THE RADIO CITY **ROCKETTES**, SEVERAL DOZEN FETCHINGLY BEAUTIFUL WOMEN, **DANCING** WITH ALMOST-MECHANICAL **PRECISION!**

AMONG THOSE IN THE **AUDIENCE** TONIGHT ARE A COUPLE FROM DULUTH CELEBRATING THEIR 50TH ANNIVERSARY, THE CAPTAIN OF THE BATON ROUGE BOOSTERS MEMORIAL GLEE CLUB--

--AND **SILVERMANE**, WOULD-BE KING OF THE **UNDERWORLD!**

OH, AND ONE **OTHER!**

HEY, WHAT'S *THAT*?

IT SOUNDS LIKE... *LAUGHTER!*

NO! IT *COULDN'T* BE! NOT *HERE!*

IT'S THE CURSED-- *GREEN GOBLIN!!*

AND *THIS* TIME, SILVERMANE, I'M GOING TO *FINISH* WHAT I *STARTED!*

HA HA HA HA HA HA . . .

WHILE, BACK AT NEWHOPE MEMORIAL...

THEN AUNT MAY WILL BE ALL RIGHT?

SO LONG AS SHE DOESN'T EXERT HERSELF -- OR LET ANYTHING UPSET HER!

DON'T WORRY, DOC. AS OF NOW, HER GREY PANTHER CAREER IS OVER!

MR. ROBERTSON...?

THERE'S A CALL FOR YOU OUT IN THE HALL, SIR.

THAT'S PROBABLY J. JONAH JAMESON!

REALLY? HE SOUNDED LIKE HE WAS HAVING A FIT!

HE MUST BE IN A GOOD MOOD. HE USUALLY SOUNDS WORSE!

YEAH, JONAH. WHAT'S UP?

UH-HUH. PARKER IS WITH ME NOW!

YOU WANT HIM TO WHAT? JONAH, HAVE A HEART! HE'S...

YEAH, I... I UNDERSTAND I'LL SEE YOU LATER.

HEY, YOU OKAY, ROBBIE? YOU LOOK LIKE YOU JUST BIT YOUR TONGUE!

I WISH I HAD, PETE. THEN I WOULDN'T HAVE TO SAY THIS!

SAY WHAT, ROB?

THERE'S SOME SORT OF RIOT GOING ON AT RADIO CITY, PETE -- AND JONAH WANTS YOU THERE TO TAKE PHOTOS!

YOU'RE KIDDING!?

ACTUALLY, PETE -- IT MIGHT NOT BE SUCH A BAD IDEA! IT'LL GIVE YOU SOMETHING TO KEEP YOU OCCUPIED TILL YOUR AUNT WAKES UP!

IT'S TRUE. AUNT MAY'S ANESTHESIA WON'T WEAR OFF FOR SEVERAL HOURS YET!

OKAY, ROBBIE -- I'LL DO IT!

PETER, WH-WHERE ARE YOU GOING?

THERE'S NOTHING I CAN DO HERE RIGHT NOW, MRS. WATSON -- AND DUTY IS CALLING!

DON'T WORRY THOUGH -- I'LL BE AT AUNT MAY'S BEDSIDE WHEN SHE AWAKENS!

THIS TIME, TIGER -- YOU'D BETTER BE!

IN AN OTHERWISE ABANDONED **WAREHOUSE** ON MANHATTAN'S LOWER EAST SIDE, A BOUND AND DETERMINED FIGURE STRAINS FUTILELY AGAINST THE THICK **ROPES** CHAFFING HIS WRISTS--

--THEN NOTICES THE RUINED **BAT-GLIDER** LYING NEAR HIM!

SLOWLY, RELENTLESSLY, THE FACELESS CAPTIVE **PULLS** HIMSELF ACROSS THE WAREHOUSE **FLOOR**--

--CLOSER--

--EVER **CLOSER**--

--TO THE KNIFE-EDGED PIECE OF TWISTED METAL LYING TANTALIZINGLY **OUT OF REACH!**

WHILE, AT **RADIO CITY MUSIC HALL**...

EXIT

DIDN'T HAVE **TIME** TO GO HOME FOR MY **CAMERA**-- BUT IF NECESSARY, I CAN ALWAYS USE THE **MINI-CAM** I WEAR AS PART OF MY **SPIDEY** OUTFIT!

LORD, THERE CERTAINLY IS A **PANIC** GOING ON HERE--

--AND FROM THE WAY MY **SPIDER-SENSE** IS TINGLING, I'D BETTER FIND OUT THE **CAUSE** OF IT--

--AND **FAST!!**

NO! THAT INSANE **LAUGHTER!** I DON'T **BELIEVE** IT!

THE GREEN GOBLIN IS **HERE**--AND HE'S TURNING THIS PLACE INTO A **BATTLE-FIELD!**

WHOOOM!

I DON'T KNOW WHAT **BROUGHT** HARRY HERE--

--WHAT SORT OF TWISTED LOGIC **PROVOKED** HIM INTO **ENDANGERING** ALL THESE INNOCENT **PEOPLE**--

--BUT I *DO* KNOW WHAT'S GOING TO *STOP* HIM...

...*ME!!*

KEEP *FIRIN'!* FELLAS! WE GOTTA *PROTECT* THE BOSS FROM THAT HIGH-FLYIN' FRUITCAKE!

BHUD-UD-AH

BLAM!

WE'RE *TRYIN'*-- BUT WE CAN'T GET A *BEAD* ON 'IM!

WHOOM!

THE FOOLS HAVEN'T A *PRAYER* AGAINST THE GOBLIN...

...BUT THEY WILL KEEP HIM *OCCUPIED* LONG ENOUGH FOR *US* TO REACH THE *EXIT!*

N-NO! H-HE'S COMING *THIS WAY!*

WE'VE GOT TO GET *OUT* OF HERE BEFORE...

OH!

YOU LITTLE *FOOL!* YOU'VE STUMBLED RIGHT INTO MY *PATH!*

AND HERE IS WHERE YOU STUMBLE *OUT* OF *MY* PATH, SILVER-MANE--*PERMANENTLY!*

MY *GOBLIN-SPARKS* WILL MAKE YOU *SIZZLE* LIKE A...

WHA--?!?

THWAK!

WHAT *NOW?!?*

I COULD *SPELL IT OUT* FOR YOU, GOBLIN--

--BUT WHY *RUIN* YOUR ENTIRE *NIGHT?*

YOU AGAIN?!? YOU WERE A FOOL TO *FOLLOW* ME HERE, WEBHEAD!

I NO LONGER HAVE ANYTHING TO *GAIN* BY KEEPING YOU *ALIVE!*

IF THAT WAS SUPPOSED TO BE A *THREAT,* GREENIE--I'M NOT EXACTLY *PANIC-STRICKEN!*

I FIGURE THERE'S NOT MUCH YOU CAN DO TO ME WHILE YOU'RE *DANGLING* FROM MY *WEB-LINE!*

UNFORTUNATELY, WALL-CRAWLER, YOU FIGURE WRONG!

CRIPES! THE GOBLIN'S *GLIDER--!?*

HE'S DIRECTING IT BY *REMOTE CONTROL!*

WHAM!

SPIDER-MAN IS *FINISHED,* SILVERMANE! NOW IT'S JUST THE *TWO* OF US!

I HATE TO *DISAPPOINT* YOU, GOBLIN--BUT I DON'T *FINISH* ALL THAT *EASILY!*

THEN PERHAPS I CAN HELP *SPEED* YOU ALONG YOUR *WAY!*

HHUUNNFF?!?

HUMP!

I HAVEN'T *SURVIVED* IN THIS BUSINESS BY *KNUCKLING UNDER* TO EVERY YOUNG *PUNK* I'VE COME UP AGAINST--

--AND I *DON'T* INTEND TO START *NOW!*

BLAM! BLAM!

NOT WHEN I CAN SIMPLY *KILL* YOU!!

NO! IT'S NOT *POSSIBLE!* NOTHING *HUMAN* CAN MOVE THAT *FAST!*

Y'KNOW, YOU'RE NOT EXACTLY EARNING ANY POINTS FOR *MANNERS*, SILVERTOP!

FIRST YOU TRY TO *PERFORATE* US-- AND THEN YOU *INSULT* US!

EH?

THWIP!

MY *GLIDER*-- IT'S RESPONDING TO MY *SUMMONS!*

SPIDER-MAN-- *LOOK OUT!* THE GOBLIN HAS RECOVERED HIS *GLIDER!*

AND ONCE I'M *ASTRIDE* IT, SILVERMANE--YOU AND I WILL FINALLY *SETTLE* OUR DIFFERENCES!

GOBLIN-- *DON'T!*

YOU SHOULD BE *GRATEFUL*, WEB-SLINGER!

AFTER ALL, I'M LETTING *YOU* LIVE... FOR *NOW!*

MAYBE I *SHOULD* BE GRATEFUL, GOBBIE--

--BUT I'M *NOT!*

THWIP!

GUESS I JUST DON'T KNOW WHAT'S *GOOD* FOR ME!

AS FOLLOW-ING *AFTER* YOU THIS WAY JUST *PROVED!*

HANG ON, SILVERMANE-- I'LL GET YOU *OUT* OF THIS *MESS*!

THOUGH, FOR THE *LIFE* OF ME, I DON'T KNOW *WHY*!

GET *OFF*, WEB-SLINGER-- *GET OFF*!!

MY GLIDER ISN'T *POWERFUL* ENOUGH TO SUPPORT THE *THREE* OF US!

NOW YOU'VE REALLY *DONE* IT, YOU FOOL! WE'RE *FALLING*!!

AND FROM *THIS* HEIGHT, NOT *ONE* OF US IS LIKELY TO *SURVIVE*!!

WHICH MAKES IT A REALLY *LOUSY* TIME FOR MY *WEBBING* TO SNAP UNDER THE *STRAIN*!

IT WAS THE *ONLY* THING THAT STOOD BETWEEN US AND *OBLIVION*-- AND NOW IT'S *GONE*!!

IT HAS BEEN A LONG, HARD **STRUGGLE**, CROSSING THE DUSTY WAREHOUSE **FLOOR**--

--TWISTING HIS NUMBED **BODY** AROUND UNTIL HE COULD FINALLY **TOUCH** THE FALLEN **BAT-GLIDER**--

--THEN RUBBING HIS ROPE-BURNED **WRISTS** BACK AND FORTH ALONG THE METAL'S ROUGHENED **EDGE**, AGAIN AND YET **AGAIN**...

...BUT, ALL IN ALL, IT HAS BEEN **WORTH** IT!

HIS HEAD FAIRLY **SWIMS** AS HE UNTIES THE CONSTRICTING **ROPES**--

--AND FEELS HIS **BLOOD** BEGIN TO **CIRCULATE** ONCE MORE--

--FOR IT IS BLOOD THAT ALL BUT **BOILS** IN FRUSTRATED **FURY!**

LEAVE US **FACE** IT, FOLKS: AFTER ALL THIS TIME IN HELPLESS **CAPTIVITY**...

...HARRY OSBORN IS FURIOUS!!

AND HE INTENDS TO DO SOMETHING **ABOUT** IT!

NEXT ISSUE:

IF HARRY OSBORN WAS THE **CAPTIVE**, THEN **WHO**...? BE WITH US **NEXT TIME** FOR...

WHO WAS THAT GOBLIN I SAW YOU WITH?

...AND PERHAPS WE'LL ALL **FIND OUT!**

SPIDER-MAN ®

35¢ CC

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the AMAZING SPIDER-MAN®

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NO!! IT'S NOT POSSIBLE! YOU CAN'T BE THE GREEN GOBLIN!!

YOU'RE RIGHT, WEBHEAD-- HE ISN'T THE GOBLIN! I AM!!

ANDRU ESPO

THIS IS IT!! THE CLIMAX OF THE MOST SENSATIONAL SPIDEY SAGA OF ALL!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

LEN WEIN ✶ WRITER / EDITOR ✶ ROSS ANDRU ILLUSTRATOR ✶ MIKE ESPOSITO EMBELLISHER ✶ GLYNIS WEIN COLORIST ✶ JOE ROSEN LETTERER

RADIO CITY MUSIC HALL: IT HAS BEEN CALLED THE **NATION'S SHOWPLACE**, AND TO SOME, THAT MAY WELL BE **TRUE**--

--BUT TO THE **GREEN GOBLIN**, THE CRIME-CZAR CALLED **SILVERMANE**, AND EVERYONE'S FAVORITE **WEB-SLINGER**, AS THEY PLUNGE HELPLESSLY THROUGH SPACE--

--IT IS A BIZARRE **ARENA** WHICH MAY WELL BECOME THEIR **FINAL RESTING PLACE!**

THIS IS IT!! THE SENSES-SHATTERING **CLIMAX** OF THE MOST SENSATIONAL SPIDER-MAN SAGA OF ALL! THE STORY WHICH ANSWERS THE BURNING **QUESTION:**

WHO WAS THAT GOBLIN I SAW YOU WITH?

C-777

YOU WEB-SLINGING *FOOL!* BY UPSETTING THE GOBLIN'S *GLIDER*, YOU'VE DOOMED US *ALL!*

NOT WHILE I CAN STILL WHIP UP A HANDY *WEB-NET*, BRIGHT-EYES!

NO! I'VE GONE THROUGH TOO MUCH TO *DISPOSE* OF SILVERMANE TO LET SPIDER-MAN THWART ME *NOW*--

--AND THIS *SONIC-TOAD* WILL SEE TO IT HE *DOESN'T!*

THAT *SOUND*-- CAN'T *STAND* IT! I'M-- *BLACKING OUT!*

UUNNHH

RECOVERED MY *GLIDER* AND THE UNCONSCIOUS *WALL-CRAWLER* BEFORE IT WAS *TOO LATE!*

BUT WHAT ABOUT *ME?*

GOBLIN, YOU'VE GOT TO *SAVE* ME!!

NOW WHY IN SANITY'S NAME WOULD I WANT TO DO *THAT?*

"AFTER ALL, SILVERMANE-- I CAME HERE TO *KILL* YOU!"

NO! YOU'RE *INHUMAN*, GOBLIN! YOU'RE...

I'M *TRIUMPHANT*, SILVERMANE!

AND IN THE *END*, LITTLE MAN -- THAT'S ALL THAT REALLY *MATTERS!*

BOSS!!

SKRASH!

IS HE...?

BREATHIN'? YEAH -- BUT JUST *BARELY!*

IF HE'S GONNA *KEEP* BREATHIN', WE GOTTA GET HIM TO A *DOC* -- AND *FAST!*

BUT BEFORE WE TAKE THE BOSS *ANY-WHERE* --

BHUD! *UD!* *AH!*

BLAM! BLAM!

-- WE'RE GONNA SEND THAT BLASTED *GOBLIN* TO HIS *GRAVE!!*

CRETINS! YOU'RE WASTING YOUR *AMMUNITION!*

I'VE BEATEN *SILVERMANE* TONIGHT! I'VE DEFEATED *SPIDER-MAN!*

DO YOU HONESTLY THINK SUCH AS *YOU* COULD STAND A *CHANCE* AGAINST ME?

*AND MOMENTS LATER, AS DAILY BUGLE CITY EDITOR **JOE ROBERTSON** APPROACHES THE BESIEGED THEATRE...*

I SENT *PETER PARKER* TO FIND OUT WHAT WAS *GOING ON* HERE --

DIO:CITY

... LINDA RONSTADT

-- BUT I NEVER EXPECTED ANYTHING LIKE *THIS!*

THE GREEN GOBLIN HAS KIDNAPPED *SPIDER-MAN* --

-- AND HEAVEN ONLY KNOWS IF *ANYTHING* CAN SAVE THE WEB-SLINGER *NOW!*

RADIO CITY

AND EVEN AS JOE ROBERTSON MUTTERS A SILENT **PRAYER** FOR THE WEB-SLINGER'S **SAFETY**, WE MUST TURN OUR ATTENTION TO A NOW-FAMILIAR **WAREHOUSE** ON MANHATTAN'S LOWER EAST SIDE--

--THE HIDDEN HEADQUARTERS OF THE **GREEN GOBLIN!**

THE GOBLIN HIMSELF IS NOT **HERE** NOW, OF COURSE...

...BUT THIS MUSTY OLD TENEMENT HAS NOT GONE **UNOCCUPIED** IN HIS **ABSENCE!**

IN THE SHADOWS, THERE SITS AN ANXIOUS **FIGURE**, RUBBING WRISTS AND ANKLES WHICH STILL **CHAFE** FROM THE ROPES WHICH HAD **BOUND** THEM.

IT HAS TAKEN HIM A WHILE TO **FREE** HIMSELF, **QUITE** A WHILE--

--AND NOW **HARRY OSBORN** INTENDS TO MAKE UP FOR LOST TIME!

LORD, I'M RESPONSIBLE FOR PUTTING A **MANIAC** OUT ON THE STREETS!

I'VE GOT TO **DO** SOMETHING ABOUT HIM... BUT **WHAT?**

OH.

OF COURSE.

IT'S REALLY PRETTY **IRONIC**, MY PUTTING ON THIS HIDEOUS **COSTUME** AGAIN THIS WAY!

IT WAS MY **WEARING** THIS OUTFIT THAT GOT ME **INTO** THIS MESS IN THE **FIRST** PLACE!

BUT WHAT OTHER **CHOICE** DO I HAVE?

HARRY OSBORN CAN DO **NOTHING** TO STOP THE TERRIBLE **MENACE** I'VE UNLEASHED--

--BUT THE **GREEN GOBLIN** CAN DO **PLENTY!!**

IN THE OFFICES OF THE DAILY BUGLE, PUBLISHER *J. JONAH JAMESON* IS WORKING *LATE* TONIGHT...

...AS *USUAL!*

INCOMPETENTS! ALL OF THEM-- *INCOMPETENTS!!*

IF I TRIED TURNING IN *GARBAGE* LIKE THIS WHEN *I* WAS STARTING OUT IN THIS GAME, I'D HAVE BEEN *FIRED* SO FAST IT...

RRINNGG!!

NOW WHAT?

YEAH? WHAT *IS* IT?

OH, *HELLO*, ROBBIE. WHAT'S... *HUH?*

HE WAS KIDNAPPED BY *WHO?*

YOU'RE *KIDDING!*

YEAH... RIGHT... *GOT* IT. GOOD-BYE.

BLAST THAT LOUSY WALL-CRAWLER! HE'S DONE IT TO ME *AGAIN!*

THE ENTIRE *NIGHT OWL EDITION* HAS ALREADY BEEN *PLATED!* IT'LL COST ME A FORTUNE TO HAVE IT *REDONE!*

AND IF THE GOBLIN SHOULD HAPPEN TO *MURDER* HIM AFTER I'VE DONE IT-- WHAT *THEN?*

YEAH, JONAH...

...WHAT *THEN?*

HAVE TO *ADMIT*-- THE IDEA HAS AN APPEALING *SOUND* TO IT!

NO MORE SCREWY *WEB-SLINGER* TO MAKE MY LIFE *MISERABLE!*

NO MORE *HUMILIATION*... NO MORE *REGRETS*...

AH, WHAT AM I TRYING TO *KID* MYSELF FOR?

I COULD NEVER BE THAT *LUCKY!*

BUT J. JONAH JAMESON MIGHT BE SERIOUSLY TEMPTED TO **RECONSIDER** HIS STATEMENT IF HE COULD ONLY **SEE** HIS WALL-CRAWLING NEMESIS AT THIS MOMENT--

--BEING CARRIED HELPLESSLY TOWARDS A BUSY BROOKLYN **INCINERATING PLANT** BY A DETERMINED GREEN GOBLIN!

AS WE HAVE NOTED ONCE BEFORE, THINGS ARE SENT HERE TO **DIE**--TO BE PURIFIED BY **FIRE** AND REDUCED TO VAGRANT **ASH**...

...AND BEFORE THIS EVENING IS **ENDED**, SPIDER-MAN MAY VERY WELL BE **ONE** OF THEM!

MONTHS AGO, YOU DISPOSED OF YOUR OWN **CLONE** IN ONE OF THESE SMOKESTACKS, WEB-SLINGER! *

THUS IT IS ONLY **FITTING** THAT THIS BE THE PLACE WHERE YOU **FOLLOW** HIM INTO **OBLIVION!**

*AS WITNESSED WAY BACK IN **SPIDER-MAN #151.** --LEN.

NOW THAT'S THE MOST **REPULSIVE** THING I'VE HEARD ALL DAY!

CURSE YOU, WEB-SLINGER-- YOU'RE **AWAKE!!**

WHICH IS **MORE** THAN I CAN SAY FOR **YOU**, CHUCKLES!

FOOL! MY GOBLIN-SPARKS WILL *IN-CINERATE* YOU AS EASILY AS ANY *FURNACE!*

NOT IF THEY DON'T *HIT* ME, FELLA--

--AND I INTEND TO SEE TO IT THEY *DON'T!*

BAH! YOUR CURSED *WEBBING* MAY HAVE COUNTERED MY *FIRST* ASSAULT--

--BUT IT CANNOT SAVE YOU FROM MY *ELECTRO-BAT!*

IT DOESN'T *HAVE* TO, GOBBIE--

--NOT WHEN YOUR *AIM* IS SO DOWNRIGHT *MISERABLE!*

YOU'RE ONLY PROLONGING THE *INEVITABLE*, WEB-SLINGER! I CAN SLAY YOU A *THOUSAND* WAYS AND STILL...

NO!!

YOU *CAN'T--!!*

THAK!

I *CAN*, GOBLIN-- AND I *HAVE!*

NOW LET'S SEE YOU HANDLE YOURSELF WITHOUT YOUR *BAG OF TRICKS!*

SPLASH!

I NEED NO *TRICKS* TO HELP ME DESTROY YOU, INSECT!

THWAMM!

I NEED NOTHING BUT MY ALL-CONSUMING *HATRED!!*

HHUUNNEF!!

ENJOY YOUR *TRIP*, WEB-SLINGER! SEE YOU IN THE *FALL!*

HA HA HA HA

THWIP!

OUCH.

I HAVEN'T HEARD THAT TIRED LINE SINCE THE *SECOND GRADE*, GOBBIE--

--AND I HAVEN'T *MISSED* IT A *BIT!*

HE'S ALREADY *PROVEN* HE WON'T HESITATE TO *KILL* ME GIVEN THE CHANCE--

--SO I THINK THE TIME HAS COME TO PUT AN *END* TO THIS CRAZINESS ONCE AND FOR ALL!

AGAIN YOU SAVE YOURSELF WITH YOUR CONFOUNDED *WEBBING!*

BUT BEFORE THIS IS *DONE*, I'LL SEE AN END TO *BOTH* OF YOU!

AND IF HARRY THINKS THE FACT HE USED TO BE MY *BEST FRIEND* WILL PREVENT ME FROM PULLING OUT THE *STOPS*--

--HE COULDN'T BE MORE *WRONG!!*

POW!

UUNFF!!

SNIKT

I'VE NEVER HEARD SUCH *FURY*-- SUCH *INSANITY* IN HARRY'S VOICE BEFORE!

THIS TIME HE'S REALLY GONE OFF THE *DEEP END!*

NO MORE *FUN AND GAMES*, HARRY!

LET'S JUST GO FIND YOU A NICE QUIET *PADDED CELL!*

NO! I'M *NOT* INSANE-- I'M *NOT!!*

MY *MIND*--MY *VISION*--IS PERFECTLY *CLEAR!!*

THAT'S WHAT ALL THE *NAPOLEONS* OVER AT *BELLEVUE* SAY, HARRY, BEFORE THEY...

HUH?

BLAST YOU, INSECT--STOP CALLING ME *HARRY!*

HARRY OSBORN IS A *NO-BODY*--A *NON-ENTITY!*

HE ISN'T WORTH THE *SPACE* HE TAKES UP UPON THIS EARTH!

I AM THE *GREEN GOBLIN*--

--AND SOON I'LL BE *MASTER OF THE WORLD!!*

NO, HARRY--

--ONCE, YOU COULD HAVE BEEN ANYTHING YOU *WANTED* TO BE--

--ONCE, MAYBE, YOU HAD A *FUTURE*--

--BUT NOW YOU'RE *NOTHING*--

--A FRUSTRATED LITTLE *CHILD* THROWING *TANTRUMS* AT THE WORLD--

--AND THAT'S ALL YOU EVER *WILL* BE, HARRY--

--UNLESS YOU LET ME *HELP* YOU.

WHY?

WHY ARE YOU STILL *STAND-ING?*

WHY DON'T YOU *FALL?*

FACE IT, HARRY-- IT'S *OVER!*

WAK!

THE TIME HAS FINALLY COME FOR YOU TO TAKE OFF THIS *MASK* AND...

HEY-- YOU'RE NOT *HARRY!*

YOU'RE HIS PSYCHIATRIST-- *BART HAMILTON!!*

INDEED, WEB-SLINGER--THE ONE AND ONLY TRUE GREEN GOBLIN!

BUT WHY... HOW??

IT IS REALLY QUITE SIMPLE!

AS THE PSYCHIATRIST ASSIGNED TO CURE HARRY OSBORN OF HIS CRIMINAL INSANITY, I PLACED HIM UNDER HYPNOTIC REGRESSION...

...AND WAS ASTONISHED BY THE MANY SECRETS HE THUS REVEALED TO ME...

"...THE ENTIRE DETAILED HISTORY OF THE GREEN GOBLIN!

"NATURALLY, I DECIDED TO CHECK THE VERACITY OF HARRY'S STATEMENTS--AND DISCOVERED EVERY SINGLE ONE OF THEM WAS TRUE!"

I'VE FOUND IT--THE GOBLIN'S HIDEOUT--COMPLETE WITH ALL THE TRAPPINGS!

"THE POSSIBILITIES INTRIGUED ME, HERE WAS MY CHANCE TO WRITE THE DEFINITIVE THESIS ON THE WORKINGS OF THE CRIMINAL MIND--FROM THE CRIMINAL'S POINT OF VIEW!

"CAUTIOUSLY, I BEGAN TO EXPERIMENT WITH THE GOBLIN'S EQUIPMENT--AND FELT A SENSE OF POWER SUCH AS I HAD NEVER KNOWN BEFORE!

"SLOWLY, I CAME TO REALIZE THAT THE SECRETS OF THE GREEN GOBLIN WERE FAR TOO PRECIOUS TO BE SHARED!

"THEY HAD TO BE MINE AND MINE ALONE--

"--FOR ONLY I WAS TRULY WORTHY OF THEM!

"THERE WAS SO MUCH FOR ME TO DO--SO MANY INJUSTICES TO BE REVENGED--BUT NOT BEFORE I REMOVED THE GREATEST OBSTACLE TO MY INEVITABLE VICTORY...

"...AND THAT, OF COURSE, WAS YOU!

DAILY BU

SPIDER-MAN: THREAT OR MEN

"HARRY HAD ALREADY REVEALED YOUR TRUE IDENTITY TO ME...

"...SO IT WAS A SIMPLE MATTER FOR ME TO *HYPNOTIZE* HIM ONCE MORE, AND ORDER HIM TO ENGINEER YOUR *DESTRUCTION*--

"--YOU, WHO HAD PRETENDED TO BE HIS *BEST FRIEND!*

"IT WAS *HARRY* WHO SECRETLY FOLLOWED YOU HERE WHEN YOU *DISPOSED* OF YOUR CLONE AND TOOK *PICTURES* OF YOU IN THE ACT!

"IT APPEALED TO MY SENSE OF *IRONY* THAT YOU, A PROFESSIONAL *PHOTOGRAPHER*, SHOULD BE UNDONE BY A SERIES OF *PHOTOGRAPHS!*

"AT MY DIRECTION, HARRY *MAILED* THEM TO *J. JONAH JAMESON* OF THE DAILY BUGLE--

"--AND THEN, AS I HAD COMMANDED HIM, HE *FORGOT* ALL THAT HE HAD DONE!"

*BACK IN ISSUE #169. --LEN.

INCREDIBLE! I THOUGHT I WAS *SHUCKING* JONAH WHEN I TRIED TO EXPLAIN THOSE SNAPSHOTS TO HIM,* BUT I WAS MORE *RIGHT* THAN... *EH?*

MY *SPIDER-SENSE*-- IT'S STARTED *TINGLING* LIKE...

NO.

I DON'T *BELIEVE* IT!

BWHOOM!

THERE ARE *TWO* GREEN GOBLINS--

--AND THIS *NEW* ONE IS *CRAZIER* THAN THE *FIRST!!*

THAT PUMPKIN-BOMB *SEPARATED* ME FROM HAMILTON--

--BUT THAT'S THE *LEAST* OF MY WORRIES RIGHT NOW!

'CAUSE IF THAT *NEW* GOBLIN IS WHO I'M *AFRAID* HE IS-- MY PROBLEMS ARE ONLY *BEGINNING!*

...OR *ARE* THEY?

I'M A WIDE-OPEN *TARGET* HERE, BUT HARRY IS *IGNORING* ME--

--AND TURNING HIS ATTENTION TO *HAMILTON* INSTEAD!

YOU *USED* ME, HAMILTON! YOU *ABUSED* ME--AND NOW YOU ARE GOING TO *PAY* FOR IT IN *FULL!*

GET UP OFF YOUR *KNEES*, LITTLE MAN! GET UP-- AND *FIGHT!!*

YOU'RE NOT *SERIOUS!* IT WOULD BE A VERY *ONE-SIDED BATTLE--*

--CONSIDERING I'M NOW *EMPTY-HANDED!*

IF THIS *BAG OF TRICKS* IS ALL THAT STANDS BETWEEN ME AND *SATISFACTION*, IT IS A PROBLEM EASILY *SOLVED!*

NOW *GET UP*, BLAST YOU-- AND *FACE* ME!

IT WILL BE MY *PLEASURE*, FOOL-- NOW THAT YOU HAVE THROWN AWAY YOUR ONLY MEANS OF *SALVATION!*

ONLY *ONE* OF US WILL WALK AWAY FROM THIS BATTLE *ALIVE*, OSBORN--

--AND I PROMISE YOU IT'S GOING TO BE *ME*!!

YOU DON'T SERIOUSLY *BELIEVE* THAT, DO YOU?

I WAS WEARING THIS COSTUME LONG *BEFORE* YOU EVER *SAW* IT--

--AND I'LL BE WEARING IT LONG AFTER YOU'RE *GONE*!

LIKE GROTESQUE **GARGOYLES** *LOOSED FROM SOME* **NIGHTMARE**, *THE EMERALD-CLAD ADVERSARIES* **CLASH** *IN MINDLESS* **FURY**--

--A CLASH WHICH CAN ONLY END IN **DISASTER**!

FOOL! YOU'VE UNSEATED US *BOTH*!

YOU'RE *INSANE*, OSBORN-- MORE INSANE THAN EVEN **I** COULD EVER HAVE IMAGINED!

C'MON, HARRY-- STOP ARGUING AND *SAVE* YOURSELF!

DOES THAT *FRIGHTEN* YOU, HAMILTON? IT *SHOULDN'T*!

NOTHING SHOULD FRIGHTEN YOU MORE THAN *ME*!!

BUT TO THE WEB-SLINGER'S **DISMAY**...

HOLY HANNAH!!

SKROOM!

THEY HIT THAT ROOF LIKE THE PROVERBIAL *TON OF BRICKS*!

I CAN'T SIT ON THE *SIDELINES* ANY LONGER!

SKRASH!

GOTTA GET *IN* THERE-- SEE IF I CAN *HELP!*

A *FALL* LIKE THAT MUST HAVE *BROKEN* EVERY *BONE* IN BOTH THEIR *BODIES!*

CRIPES! I DON'T *BELIEVE* IT!

THE *TWO* OF THEM ARE STILL GOING *AT* IT!

YOU'VE WORKED *HARD* TO BECOME THE GREEN GOBLIN, HAMILTON!

I HOPE IT WAS *WORTH* IT TO YOU!

BECAUSE IT'S GOING TO *COST* YOU, MISTER!

UUNNGGHH!!

IT'S GOING TO COST YOU *DEARLY!!*

YOU-- YOU *MOCK* ME!

AND YET... YOU *KNOW* WHAT IT MEANS TO BE THE *GREEN GOBLIN!*

YOU KNOW THE SENSE OF *SUPERI-ORITY* IT GIVES YOU--THE ALMOST LIMITLESS *POWER!*

YOU KNOW HOW IT SETS YOU ABOVE THE COMMON *WORMS* WHO CRAWL IN THE *STREETS!*

YES, HAMILTON... I KNOW.

DEAR GOD IN HEAVEN-- HOW I *KNOW!*

AND IT MAKES ME *SICK TO MY STOMACH!!*

IT WAS SOMETHING *TWISTED* INSIDE ME--SOMETHING *EVIL* AND *DEMENTED*--WHICH TURNED ME INTO THAT KIND OF *INHUMAN MONSTER!*

BUT THAT PART OF ME IS *GONE* NOW, HAMILTON! YOU MADE ME *SEE* MYSELF FOR WHAT I HAD *BECOME!*

IF YOU *WANT* THIS COSTUME, HAMILTON--YOU CAN *HAVE* IT! AS FAR AS *I'M* CONCERNED--*THE GREEN GOBLIN IS DEAD!!*

THAT'S WHERE YOU'RE *WRONG*, DOLT!

THE GREEN GOBLIN CAN *NEVER* DIE!!

WHAK!

HARRY!?!

I'VE *PREPARED* MYSELF FOR ANY EVENTUALITY--*ARMED* MYSELF AGAINST ANY POSSIBLE *FAILURE!*

HIDDEN IN MY CUFF IS THE MOST *POTENT BOMB* OF THEM ALL!!

CLICK!

THERE! IT'S *ACTIVATED!* NOW YOU'RE GOING TO *APOLOGIZE* FOR ALL YOU'VE SAID, OSBORN!

YOU'LL *APOLOGIZE*--OR I'LL BLOW US *ALL* TO SO MANY *RANDOM MOLECULES!*

YOU HAVE FIVE SECONDS TO *DETONATION*, OSBORN! APOLOGIZE OR...

HAMILTON--LOOK OUT *BEHIND* YOU! THAT CONVEYOR BELT IS CARRYING YOU RIGHT OVER THE *EDGE!*

NO--NOT NOW!

IT CAN'T HAPPEN NOW!!

BUT IT CAN...

BWA-DA-DOOM!

...AND IT DOES...

...AND DR. BARTON HAMILTON DOESN'T EVEN HAVE TIME TO PROTEST BEFORE HE IS THROWN AWAY WITH THE REST OF THE TRASH!

THIS WHOLE PLACE IS COMING DOWN AROUND OUR EARS--AND HARRY IS STILL OUT FOR THE COUNT!

I'VE GOT TO SHIELD HIM FROM THE FALLING DEBRIS!

AND WHEN THE DUST HAS FINALLY SETTLED...

IT'S OVER--AND WE'RE STILL AMONG THE LIVING.

THANK HEAVEN FOR SMALL FAVORS.

SEVERAL MORE ANXIOUS MINUTES PASS, THEN...

I PEELED OFF THE REST OF HARRY'S GOBLIN OUTFIT--AND JUST IN TIME.

HE'S FINALLY REGAINING CONSCIOUSNESS.

WH-WHERE AM I? WHAT HAPPENED TO ME?

YOU WERE IN A LITTLE ACCIDENT, HARRY--BUT YOU'RE GOING TO BE FINE NOW.

AN ACCIDENT? IT FEELS MORE LIKE I'M WAKING UP FROM A NIGHTMARE!

MAYBE YOU ARE, OLD BUDDY--BUT THE NIGHTMARE IS FINALLY OVER!

EPILOGUE:

*A SHORT WHILE LATER, AFTER SPIDER-MAN HAS SWUNG OFF INTO THE **DARKNESS**, AS PETER PARKER ESCORTS A STILL-CONFUSED **HARRY OSBORN** BACK TO HIS FAR ROCKAWAY **APARTMENT**...*

...AND THAT'S ALL I CAN REALLY **TELL** YOU, HARRY.

APPARENTLY, DR. HAMILTON LOST **CONTROL** OF A PSYCHOLOGICAL **EXPERIMENT** HE WAS CONDUCTING--AND ULTIMATELY **DESTROYED** HIMSELF.

YOU WERE ONLY AN INNOCENT **VICTIM** OF ANOTHER MAN'S **MADNESS.**

THAT'S THE STORY OF MY **LIFE,** ISN'T IT?

ALWAYS A **VICTIM**... NEVER A **VICTOR!**

C'MON, HARRY-- GIVE YOURSELF A **BREAK.** IT'S ALL **OVER** NOW. YOU'VE GOT A CHANCE TO START **FRESH.**

MAYBE **SO**-- BUT SOMEHOW, IT JUST DOESN'T **MEAN** A WHOLE LOT TO ME.

WITHOUT **LIZ ALLEN** HERE TO **SHARE** IT WITH ME, NOTHING SEEMS TO...

...MATTER?

HELLO, HARRY.

LIZ! DARLING, YOU'VE COME **BACK** TO ME.

I WAS **ASHAMED** TO AT FIRST, SWEETHEART--

--BUT I JUST COULDN'T STAY **AWAY!**

I THOUGHT MY **PAST** WOULD COME **BETWEEN** US-- BUT I KNOW **BETTER** NOW.

THE PAST IS **DEAD,** HARRY. IT DOESN'T **MATTER** ANYMORE.

NOTHING REALLY MATTERS EXCEPT...

...OUR **FUTURE.**

WELL, WHAT DO YOU **KNOW**? LITTLE LIZ ALLEN HAS FINALLY **GROWN UP.**

WHO SAYS THERE'S NO SUCH THING AS A **HAPPY ENDING?**

4E

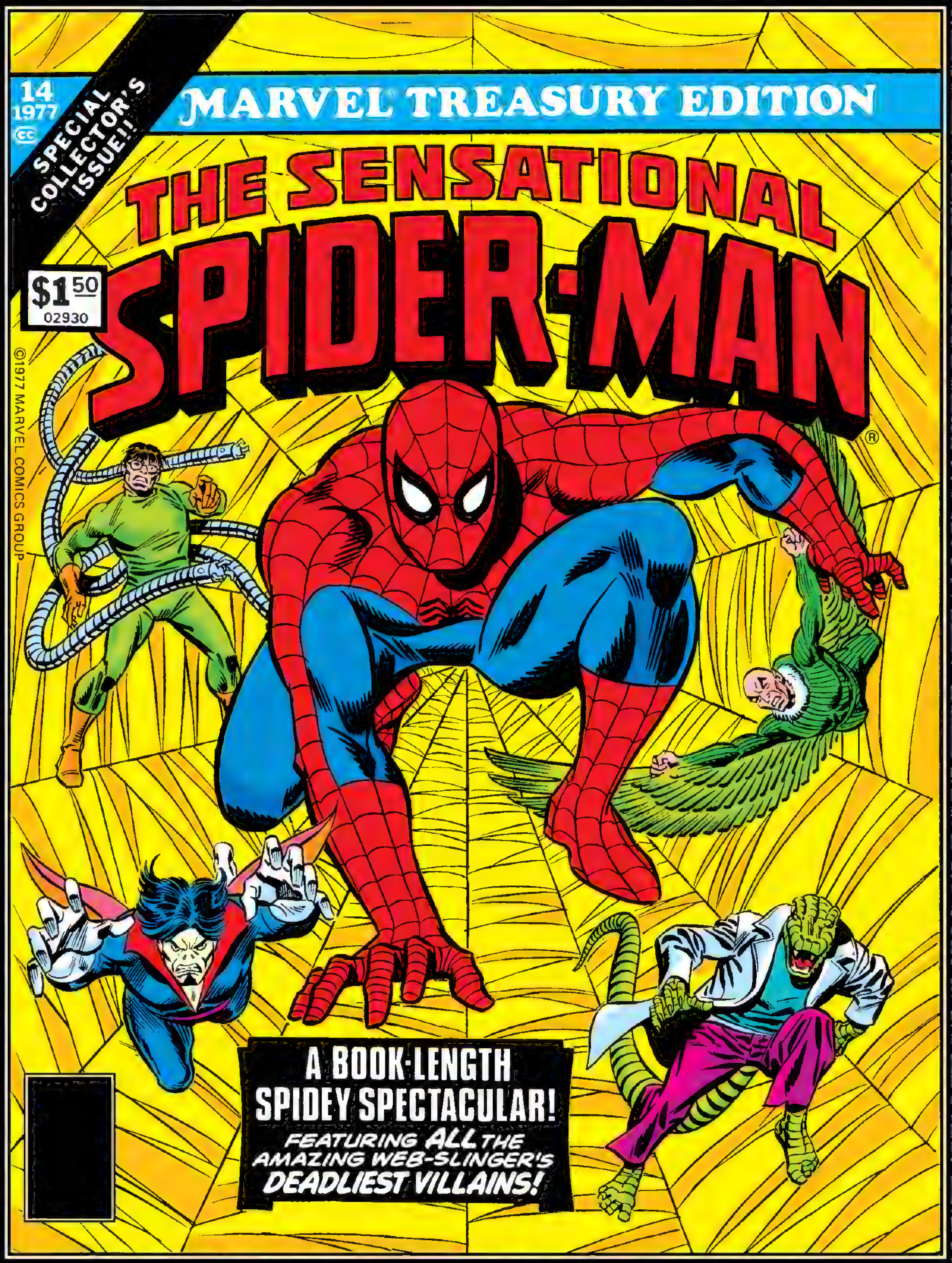
WHO *KNOWS*? MAYBE THERE'S EVEN A HAPPY ENDING IN THE CARDS FOR *YOURS TRULY!*

I MEAN, WHAT THE HEY-- I CAN *DREAM*, CAN'T I?

NEXT ISSUE: THE *ROCKET-RACER* IS BACK IN TOWN!

BE HERE, OKAY?

Between covers by Gil Kane & Frank Giacoia, *Marvel Treasury Edition* #14 reprinted stories from *The Amazing Spider-Man* #100-102 & *Not Brand Echh* #6



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House ad promoting Spidey's expanding presence on newsstands
from June 1977 titles

House ad for 1977 Annuals including *The Amazing Spider-Man Annual* #11
from September 1977 titles

BIOGRAPHIES

LEN WEIN

Len Wein's career is highlighted by successes from Swamp Thing to the "All-New, All-Different" X-Men, but few fans know that the award-winning writer and editor started out as a comic-book artist.

As a teenager, Wein was tied to the hip with fellow fanzine writer Marv Wolfman, regularly skipping school to tour the DC Comics offices. After building a rapport with artists and execs like Dick Giordano, Carmine Infantino and Joe Orlando, Wein was able to credibly pitch to the editors. Though his artwork was politely passed upon, a script for *House of Mystery* was accepted and a career as a writer was born. Len attacked his new occupation with gusto, writing for DC, Marvel, Gold Key and Skywald, on everything from Western to horror, and licensed properties from Hot Wheels to Star Trek.

Although his desired career as an artist didn't quite pan out, it did give Wein insight into his collaborator's creative process and helped him garner acclaim as a writer that was "easy to draw." After super-hero work in the early '70s (Daredevil, Superman, Flash), he and artist Bernie Wrightson launched horror mainstay Swamp Thing in the pages of *House of Secrets* #92. Other notable achievements from his tenure at DC include a run on *Justice League of America* and the debut of the Human Target.

Hopping over to Marvel in 1974, where he followed Roy Thomas as editor in chief, Wein scripted several series, including *Incredible Hulk*, where he and artist Herb Trimpe introduced one of comics' most famous characters—Wolverine. That wasn't the end of his mutant milestones, as with artist Dave Cockrum he revived the dormant X-Men property with a new international cast. Its cadre of characters, including Storm, Nightcrawler and Colossus would shortly turn into comics' biggest phenomenon.

Returning to DC, Wein helped spur a creative revival at the company, editing *New Teen Titans*, *Camelot 3000* and *Swamp Thing*, which gave writer Alan Moore his American debut; shortly thereafter, Wein would preside over Moore and Dave Gibbon's groundbreaking *Watchmen*. Since then, Wein's credits in comics, animation and television writing have been numerous and well received as witnessed by his 2008 induction into the Eisner Hall of Fame.

ROSS ANDRU

An everyman and entrepreneur throughout his long career in comics, Ross Andru became the stalwart penciler of Marvel's *Amazing Spider-Man* in 1973, gaining a renown as one of the great Spidey artists. With a smooth, compact style that eschewed extraneous detail, Andru's artistic visions were grounded in a reality that engaged the medium's readers.

His career in comics began in 1951. With an education at the Cartoonists and Illustrators School and a gig drawing Burne Hogarth's weekly *Tarzan* strips behind him, the Cleveland native teamed with inker Mike Esposito to form not only a decades-enduring artistic partnership but their own company, MR Publications.

Their next company, Mikeross Publications, turned out such fare as the satirical *Get Lost* and the romance title *Heart and Soul*. The success of these initiatives fleeting in the face of an industry-wide downturn, Andru would often find himself splitting time between Marvel and DC. At Marvel, he mainly handled Western comics like *Annie Oakley*, while at DC, he contributed to Robert Kanigher's war comics like *Star-Spangled War Stories* and *Our Army At War*, wherein he drew the first appearance of Sgt. Rock of Easy Company in 1959.

His impressive performance with Esposito garnered him a chance to take over *Wonder Woman*, starting a nine-year-long run that would stretch through 1967 and find him depicting charming stories of Diana Prince's teenage years on Paradise Island. Another notable title that Andru would work on in the '60s was *Metal Men*. Leaping from *Showcase* to its own bimonthly title, Andru and Esposito crafted a sweet-natured heroic fantasy starring artificially intelligent robots.

A move to Marvel in the early '70s resulted in key work on *Marvel Feature*, in which he drew the first adventures of The Defenders, and *Marvel Team-Up*, his first regular foray on Spider-Man. Over the next five years, Andru would team with writer Gerry Conway and produce milestones including the first appearance of the Punisher, Harry Osborn donning the guise of the Green Goblin and the infamous Spider-Mobile. Completely at home in the cityscapes that Spider-Man called home, Andru's approach kept Spider-Man at the top of the sales charts through the decade. He also drew the first Marvel/DC crossover, *Superman vs. The Amazing Spider-Man*.

In 1978, Andru returned to DC in an editorial capacity, with his art focused mainly on covers, but his pencils would grace the interiors of books like *Atari Force*, *Jonah Hex*, *Vigilante* and *Blue Beetle*. He largely retired from the field by the late '80s and passed away shortly after his last work was published in 1993. In 2007, Andru and his longtime collaborator Mike Esposito were inducted into the Eisner Hall of Fame.

SAL BUSCEMA

Without a doubt one of comics' most prolific artists, "Our Pal" Sal Buscema joined Marvel in 1968 shortly after his elder brother, John. Tackling inking duties on *Silver Surfer* and *Fantastic Four*, including the all-time classic *Silver Surfer* #4, Buscema quickly graduated to penciling. He was an anchor of the Marvel line in the 1970s with long runs on books like *Captain America*, *Marvel Team-Up* and *The Spectacular Spider-Man* and a 100-plus issue run on *The Incredible Hulk*. Buscema was also behind defining the tone on early issues of *The Defenders*, *Rom* and *The New Mutants*. His career as one of Marvel's most versatile artists lasted throughout the '70s and into the '90s. In 1988, he returned to *The Spectacular*

Spider-Man and over the next ten years penciled every issue but two from #134 through #238 (and inked the vast majority as well!) Although he retired in the late '90s, readers can still see his name on comics credits from time to time, including inking work on the cult hit *Spider-Girl*.

SCOTT EDELMAN

Scott Edelman's decades-long career in sci-fi publishing and television began with a humble job as a Marvel assistant editor. In 1974, he picked up the editing reins of Marvel's fan magazine *F.O.O.M.*, and soon graduated from copy writing and fanzines to feature stories in monthly comics. His first writing credit was an adaptation of *Creature From the Black Lagoon* in *Monsters Unleashed*. He also unveiled Marvel's iteration of the classic horror character the Scarecrow in *Dead of Night*, *Marvel Spotlight* and *Marvel Two-In-One*. Regular series work followed on *Captain Marvel*, where his love of sci-fi found flourish. Other notable stories during this period were the Thanos backup story in *Logan's Run* #6, and his script for "Chaos at the Coffee Bean" in *Amazing Spider-Man Annual* #11, the first Marvel story ever drawn by John Romita Jr. Freelance work at DC followed with stories in *House of Mystery*, *Unknown Soldier* and *The Unexpected*, but by the end of the decade he had left comics for other pursuits. He published several dozen short stories in *Twilight Zone*, *Science Fiction Review and Fantasy*, and other magazines and anthologies. He has also written novels, short story anthologies, Saturday morning cartoons, and several episodes of *Tales From the Darkside*, and is currently editing the Syfy Channel's *Sci Fi Magazine* and *Science Fiction Weekly*.

ARCHIE GOODWIN

Looking for a job, Archie Goodwin was immediately sized up by publisher Jim Warren to be a meek, quiet fellow who at first glance didn't appear to have the necessary mettle to handle the chaotic life of an editor. But as Goodwin would later say of himself, behind that quiet demeanor was a furtively creative thinker that lived to "lose myself in the fantasy of comics."

As a teenager during the '50s, he was an acolyte of E.C. Comics, contributing material to fanzines like *Hoohah* and *Twig Illustrated*. Though his abiding reputation in comics would come from his writing and editorial abilities, Goodwin studied art at New York's School of Visual Arts. His first work in publishing included turns as strip artist Leonard Starr's assistant, editing for the women's magazine *Redbook* and cartooning for the outdoor magazine *Fishing World*.

His first venture into comic books came in 1964, when he joined the staff of Warren Publishing. Goodwin quickly made a name for himself both editing and writing for *Creepy* and *Eerie*, and also launched the much-revered *Blazing Combat*. He instilled a degree of class to Warren's small line that helped draw top talent, which in turn established it as a fine inheritor of E.C.'s legacy. His later work for *Vampirella* came in a brief but highly regarded stint that helped to establish a bona fide mythos for the character.

His work at Marvel began in the late '60s with short stints on *Incredible Hulk* and *Fantastic Four*, the latter job giving him the honor of being the first writer to script *FF* other than Stan Lee. But it was his work on *Iron Man* where Goodwin would make his biggest mark on the Marvel Age of Comics, writing the first 28 issues of the character's solo title.

Shortly thereafter, he began a brief writer/editor stint at DC on *Detective Comics* as well as several war titles that Joe Kubert was leaving. He also wrote a well-remembered run of *Manhunter* backup stories in collaboration with Walt Simonson, an artist he had a hand in discovering.

Heading back to Marvel, he served as editor in chief before handing the reins to Jim Shooter. His later accomplishments for Marvel included negotiating licensing for *Star Wars* and other top-selling movie adaptations and launching the Epic line. He also wrote early issues of Wolverine's solo title.

Goodwin returned to DC in 1989 to write and edit until his death from cancer in 1998, still in the prime of a career that saw him establish a legacy in every aspect of the comics field. In particular, he was regarded as a man who handled his job as an editor not simply to shepherd comics through their development process but also to mentor younger editors into fulfilling their own potential.

BILL MANTLO

From the mid-'70s through the late-'80s, Bill Mantlo established himself as one of the most dedicated writers in the comics industry, writing hundreds of stories across dozens of titles, primarily for Marvel Comics.

Mantlo broke into comics as a colorist, but it wasn't long before he was given a crack at writing a fill-in story, a "Sons of the Tiger" story in the black-and-white *Deadly Hands of Kung Fu* magazine, and his true comics talent began to emerge. The quality of his work led to his installation as that book's regular writer, a tenure that included the notable achievement of introducing comics' first Puerto Rican hero, the White Tiger.

After achieving notoriety within the Marvel offices as a guy who could knock out credible fill-in scripts at a moment's notice, Mantlo was given more regular work. One early highlight was his 20-issue tenure on *Iron Man* that began the Golden Avenger's return to prominence. As one might expect from someone with such a volume of work, Mantlo was game to take on projects others dismissed, and he did it with an unfeigned aplomb that elevated the work.

It was on two licensed titles that Mantlo built his legacy. Inspired by a toy given to his son at Christmas, Mantlo lobbied Marvel to adapt Micronauts into an ongoing series. The award-winning epic he spun with artistic luminaries like Michael Golden and Pat Broderick is still highly revered by comics fandom as is his even longer run on *Rom*, wherein he developed a universe filled with Spaceknights, Dire Wraith monsters and outer space intrigue. Other notable credits in Mantlo's career include *Incredible Hulk*, *Alpha Flight* and *Spectacular Spider-Man*.

Just as Mantlo had begun a new career as a public defender with the New York City Legal Aid Society, he was struck by a

hit-and-run driver and went into a weeks-long coma from severe head trauma. He has since been under constant medical care. The comics community has led multiple fundraisers to aid in the continuing care of a talented writer who is missed by his many fans.

DON PERLIN

A talented stalwart that put all of his creativity into his work on long-running series like *Ghost Rider* and *The Defenders*, Don Perlin plied his talents in virtually every discipline in the comic book field—penciling, inking, helping introduce new characters and sometimes editing and writing. A student of Burne Hogarth, Perlin launched his career in 1951, drawing horror comics for various publishers and also penciling Will Eisner's *The Spirit*. After serving in the Army, Perlin returned to comics with Harvey in the late '50s, as well as Charlton in the '60s. In 1973, he began his long association with Marvel finishing John Buscema's art on *Thor* and inking several titles. He took over *Werewolf By Night* from Mike Ploog, penciling and inking the book for much of the next two years. He also penciled and inked the supernatural adventures of Johnny Blaze in *Ghost Rider*, his name becoming very closely identified with Marvel's monster biker. In the '80s, he drew *The Defenders* for a long run before turning his attention to Marvel's adaptation of Hasbro's *Transformers*. His early '90s work on Valiant's *Solar, Man of the Atom* and *Bloodshot* was extremely popular, after which, Perlin went into semi-retirement.

JOHN ROMITA JR.

Like his legendary father, John Romita Jr. has become a comic-art master, establishing a powerful style uniquely his own. His life in comics began early, when as an adolescent he helped his father design the Spider-Man villain the Prowler. His first published work—cover art for Marvel UK and "Chaos at the Coffee Bean!" in *Amazing Spider-Man Annual* #11—showed that he'd learned much from his father's figure drawing and storytelling sense. His first full-length project was a KISS feature in *Marvel Super-Special* #5. In the summer of 1978, he began a years long parternship on *Iron Man* with David Michelinie and Bob Layton. It was during his first *Iron Man* break that Romita Jr. took on full-time art duties on *Amazing Spider-Man* for the first of multiple acclaimed runs. During his Spidey tenure he also helped launch *Dazzler* and penciled the first Marvel miniseries, *Marvel Super Hero Contest of Champions*. In 1983, Romita Jr. joined Chris Claremont's *Uncanny X-Men*, taking over the industry's most popular comic for a three-year run that saw his art dramatically evolve in tone. After a stint on the New Universe series *Starbrand*, he rebounded with a pair of *Amazing Spider-Man* issues that included Peter Parker's proposal to Mary Jane Watson. Next, Romita Jr. began a run on *Daredevil* with writer Ann Nocenti, introducing Typhoid Mary and establishing himself as one of the definitive *Daredevil* artists. After a third run on *Iron Man*, his credits included *Punisher War Zone*, *Daredevil: The Man Without Fear* with Frank Miller, a return to *Uncanny X-Men*, and long runs on *Spider-Man*, *Thor* and *Peter Parker: Spider-Man*. As the new century dawned, the ever more popular Romita Jr. kept adding to his superstar resume with stints on *Amazing Spider-Man* with J. Michael Straczynski, *Wolverine* with Mark Millar, *Eternals* with Neil Gaiman, and the *World War Hulk* event. His collaboration with Millar spawned their creator-owned series *Kick-Ass*, which led to a blockbuster feature film. In recent years, he has returned once more to *Amazing Spider-Man*, helped relaunch *Avengers* with Brian Michael Bendis and *Captain America* with Rick Remender, and contributed to the blockbuster crossover *Avengers vs. X-Men*.

MARV WOLFMAN

Marv Wolfman's stints writing for movies, television, animation and novels mark him as a varied and highly regarded talent, but it is his comic book writing where he first gained prestige as one of the industry's most acclaimed talents.

His first forays into the comic industry were short tenures as editor and writer for both Warren Publishing and DC Comics, but it was after a move to Marvel in 1972 that his career began to blossom. One of his earliest hits was *Tomb of Dracula*, Marvel's adaptation of the classic Bram Stoker vampire. It was in the pages of *Tomb of Dracula* that Wolfman and Gene Colan unveiled the character Blade, the vampire hunter. This earthly hero was one of the earliest black heroes in comics and was introduced to further affirm the realism he sought to inject into the Dracula comic.

After editing Marvel's black-and-white magazines, he quickly stepped up the ladder to follow Len Wein as editor in chief. Wolfman had noted that the readership, who like himself had become loyal fans in their adolescence, felt it was important to have the stories Marvel produced "grow up" along with them. His editorial duties, however, stole time from his writing, so in 1976 he stepped down and took on writing full-time.

As writer of *Daredevil*, his two-year run preceded the Frank Miller era and included the introduction of Bullseye, now the most innovative and fearsome of Daredevil's rogues' gallery. Other work from his prolific Marvel tenure in the late '70s included lengthy runs on Marvel's two flagship titles: *The Amazing Spider-Man* (including the debut of the Black Cat) and *Fantastic Four* as well runs on *Nova*, *Doctor Strange* and *Thor*.

Moving to DC, he teamed with artist George Pérez and ushered in *New Teen Titans*. Most of the Titans came to life under his auspices, including Cyborg, Nightwing, Starfire, and Raven, as well as their nemesis Deathstroke. Next, Wolfman and Pérez delivered the epochal *Crisis on Infinite Earths*, condensing DC's complex 50 year history into a single, shared universe.

Taking a lengthy sabbatical from writing comics, Wolfman moved to writing for animation shows including *G.I. Joe* and *Transformers*, later becoming comics editor for *Disney Adventures Magazine*. He continues to write for DC Comics and more recently, has penned the nonfiction *Homeland, the Illustrated History of the State of Israel*. In 2011 Marv was inducted into the Eisner Hall of Fame.

Biographies researched and written by John Rhett Thomas

THE MARVEL MASTERWORKS LIBRARY

THE AMAZING SPIDER-MAN VOLS. 1-17
ANT-MAN/GIANT-MAN VOLS. 1-2
THE AVENGERS VOLS. 1-15
THE BLACK PANTHER VOL. 1
CAPTAIN AMERICA VOLS. 1-7
CAPTAIN MARVEL VOLS. 1-5
DAREDEVIL VOLS. 1-9
DEATHLOK VOL. 1
THE DEFENDERS VOLS. 1-5
DOCTOR STRANGE VOLS. 1-6
THE FANTASTIC FOUR VOLS. 1-17
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LUKE CAGE VOL. 1
MARVEL RARITIES VOL. 1
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MARVEL TWO-IN-ONE VOL. 1
MS. MARVEL VOL. 1
NICK FURY, AGENT OF S.H.I.E.L.D. VOLS. 1-3
RAWHIDE KID VOLS. 1-2
SGT. FURY VOLS. 1-4
THE SILVER SURFER VOLS. 1-2

THE MARVEL AGE

It was August 1961 and change was hitting the newsstands. *Fantastic Four* #1 did not feature the squeaky-clean heroes of yesteryear. These were real characters placed in extraordinary circumstances. They lived together, they fought among themselves—and sometimes, they even lost to the bad guys. This was more than a change in attitude: It was the beginning of something entirely different—the Marvel Age of Comics!

Thanks to the fertile imaginations of Stan Lee, Jack Kirby, Steve Ditko and others, an unending list of heroes followed the FF with ever-increasing acclaim and popularity: the Amazing Spider-Man, the Mighty Thor, the Incredible Hulk, Daredevil, Iron Man and the X-Men, to name but a few. These were the Marvel heroes, born of conflict and a continuous struggle to balance human lives with superhuman responsibilities.

The *Marvel Masterworks* series was created to give comic-book readers everywhere the chance to experience the greatest comics the world has known as they were originally presented.

SPIDER-WOMAN VOL. 1
THE SUB-MARINER VOLS. 1-6
THE MIGHTY THOR VOLS. 1-14
WARLOCK VOLS. 1-2
THE X-MEN VOLS. 1-8
THE UNCANNY X-MEN VOLS. 1-9

THE GOLDEN AGE

As the Great Depression wore on and the specter of war hung over the heads of all Americans, a new entertaining escape from the newspapers' horrifying realities was born: the comic book. Within their four-color pages, larger-than-life super heroes could make short work of America's foes, giving readers of all ages hope for victory against the real-life enemies that faced the United States.

At the forefront of this new medium was Timely Comics, a young company staffed by such legendary talents as Carl Burgos, Bill Everett, Joe Simon, Jack Kirby and Stan Lee. These skilled writers and artists created a vast array of characters that would give rise to the Marvel Universe!

GOLDEN AGE ALL-WINNERS VOLS. 1-4
GOLDEN AGE CAPTAIN AMERICA VOLS. 1-6
GOLDEN AGE DARING MYSTERY VOLS. 1-2
GOLDEN AGE HUMAN TORCH VOLS. 1-3
GOLDEN AGE MARVEL COMICS VOLS. 1-7
GOLDEN AGE MYSTIC COMICS VOL. 1
GOLDEN AGE SUB-MARINER VOLS. 1-3
GOLDEN AGE U.S.A. COMICS VOLS. 1-2
GOLDEN AGE YOUNG ALLIES VOLS. 1-2

ATLAS ERA BATTLEFIELD VOL. 1
ATLAS ERA BLACK KNIGHT/YELLOW CLAW VOL. 1
ATLAS ERA HEROES VOLS. 1-3
ATLAS ERA JOURNEY INTO MYSTERY VOLS. 1-4
ATLAS ERA JUNGLE ADVENTURE VOLS. 1-3
ATLAS ERA MENACE VOL. 1
ATLAS ERA STRANGE TALES VOLS. 1-6
ATLAS ERA TALES TO ASTONISH VOLS. 1-4
ATLAS ERA TALES OF SUSPENSE VOLS. 1-4
ATLAS ERA VENUS VOL. 1

THE ATLAS ERA

Seeing super heroes waning, Timely Comics evolved into Atlas Comics and took on a vast new range of genres: science-fiction tales of outer space adventures and unimaginable monsters; realistic war comics; buxom jungle heroines; horror comics that would become the center of a moral panic that rocked the industry; and romance comics for the emerging teen audience. Even the classic costumed heroes of the '40s retooled to take on the threat of Communism. From Western gunfighters to crime to horror, Atlas had it all!

SPIDER-MAN
MARVEL COMICS GROUP
30¢ 169 JUNE
the AMAZING SPIDER-MAN
PETER PARKER, I KNOW YOU'RE SPIDER-MAN--
--AND I HAVE THE PHOTOS TO PROVE IT!
HOW DO THESE PICTURES REVEAL SPIDEY'S SECRET IDENTITY? YOU'LL NEVER KNOW, UNLESS YOU READ...
CONFRONTATION!

SPIDER-MAN
MARVEL COMICS GROUP
30¢ 170 JULY
the AMAZING SPIDER-MAN
MY DEADLIEST ENEMIES--COMING THRU THE VERY WALLS AT ME!
AM I GOING MAD?
INDEED YOU ARE, MY BOY--AND ONLY DOCTOR FAUSTUS CAN SAVE YOU!!

SPIDER-MAN
MARVEL COMICS GROUP
30¢ 171 AUG
the AMAZING SPIDER-MAN
SIDE-BY-SIDE WITH
NOVA
WITH MY TWO GREATEST FOES SLAIN...
...NOTHING CAN STOP PHOTON!

SPIDER-MAN
MARVEL COMICS GROUP
30¢ 172 SEPT
the AMAZING SPIDER-MAN
BOMBS FROM HIS FINGERTIPS--BURSTING ALL AROUND ME--!
FACE IT, WEBHEAD--YOU AIN'T GOT A CHANCE AGAINST THE ROCKET-RACER!
BUT EVEN IF SPIDEY CAN DEFEAT THIS SKATE-BOARDING PSYCHOPATH, HE STILL MUST FACE--
THE FIEND FROM THE FIRE!

SPIDER-MAN
MARVEL COMICS GROUP
30¢ 173 OCT
the AMAZING SPIDER-MAN
HELP ME--BEFORE THIS FIRE KILLS US ALL!!
WOUNDED--IN BLINDING PAIN--THE WEB-SLINGER FIGHTS HIS MOST DESPERATE BATTLE--TO SAVE THE LIFE OF LIZ ALLEN!!
THE MOLTEN MAN'S LAST STAND!

SPIDER-MAN
MARVEL COMICS GROUP
35¢ 175 DEC
the AMAZING SPIDER-MAN
HANG ON TO JAMESON, WEB-SLINGER! THE PUNISHER WILL SAVE YOU BOTH!
BUT WHO'S GOING TO SAVE YOU, HERO-- FROM THE VENGEANCE OF THE HITMAN!
AND WITH MY INJURED ARM, I CAN'T SAVE ANY OF US!

SPIDER-MAN
MARVEL COMICS GROUP
35¢ 177 FEB
the AMAZING SPIDER-MAN
STAND ASIDE, FOOLS--THE GREEN GOBLIN HAS RETURNED!
HOW CAN WE STOP HIM?!?
FORGET THE GOBLIN! HOW ARE WE GONNA STOP--HIM?!?

SPIDER-MAN
MARVEL COMICS GROUP
35¢ 178 MAR
the AMAZING SPIDER-MAN
AUNT MAY IS DYING--AND ONLY PETER PARKER CAN SAVE HER!
BUT WHERE IS HE?!?
IN THE GRIP OF THE GREEN GOBLIN!

SPIDER-MAN
MARVEL COMICS GROUP
35¢ 179
the AMAZING SPIDER-MAN
YOU'VE HAD IT, WEB-SLINGER! YOU CAN NEVER BEAT BOTH OF US!!
THE GOBLIN'S RIGHT! BETWEEN HIM AND SILVERMANE--I'M HELPLESS!
THEATER OF FURY!